

Appointment, Induction and Retirement of Governors and Trustees Policy

<p>CONTENTS OF POLICY</p> <p>There are several key differences between the governance of independent schools that are charities and the governance of schools that are in the maintained sector. First, paid members of staff cannot serve as Governors/Trustees of their employer schools, if those schools are independent charities; whereas, the Head or Principal of a maintained school or academy is always an ex-officio Governor, and there is at least one other staff Governor who has been elected by his or her colleagues. Independent school Governors can, and usually are, reimbursed for their out of pocket expenses; but cannot benefit directly or indirectly from their appointment. Maintained schools are also legally required to have Parent Governors who have been elected by the parent body. Independent schools are not required to have Parent Governors.</p> <p>Another key difference is that, as charity Trustees, Governors of independent schools have a strategic and supervisory role, "exercising general control and management of administration", which is distinct from managing the day to day operational issues that fall to the Headmaster and Bursar. In the independent sector, a Governor's role is to govern; staff are employed to manage. The extent to which this distinction has become blurred or confused is a reflection of the practice in maintained schools, where there is a greater focus on Governors' (and Trustees') responsibilities for monitoring and challenging a school's detailed performance, for example, in the implementation of health and safety or child protection policies. This policy focuses on the key areas of the appointment, induction and training and retirement of Governors in schools that are charities.</p>	
<p>Bickley Park School ("the School") is committed to ensuring the best possible environment for the children and young people in its care. Safeguarding and promoting the welfare of children and young people is our highest priority.</p> <p>The School aims to recruit volunteers and governors that share and understand our commitment to the aims of the School.</p> <p>All queries on the School's recruitment process must be directed to the Headmaster.</p>	

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RECRUITMENT

As Trustees of a registered charity, the Governors of Bickley Park School are responsible for the selection and appointment of new Governors. This is a legal responsibility that cannot be delegated, although we encourage the Headmaster to suggest the names of potential candidates. As Charity Trustees we are aware of the importance of identifying the appropriate mixture of skills and experience that we and our successors need to manage the multi-faceted affairs of a modern school which is also a Company Limited by Guarantee (CLBG), a medium sized business and an important local employer, with some 80 employees.

All Governors complete a selection process, which requires the submission of a CV, an interview with two or three senior Governors and a meeting with the Head. Every Governor has an enhanced DBS check unless they will be undertaking a regulated activity, in which case they will undertake an enhanced DBS check, barred list check and prohibition from management check. Each appointment is ratified by the full Board for period of 5 years and may be subject to re-appointment. The school arranges for all new Governors to receive a thorough induction in child protection and in the compliance and fiduciary duties of governance. New Governors spend a day at the school in order to meet the key personalities and to gain an insight into the curriculum and to meet groups of pupils.

We devote a good deal of thought to successor planning and keep a register of the mixture of skills and professional backgrounds that we require for our Governing Body. Our aim is to achieve a balanced Board with a core of individuals with educational, legal, accountancy, finance, property management, business and marketing backgrounds, all of which are needed for the Governing Body to fulfil its responsibilities. We review this skill balance regularly, and try to achieve a wide range of professions and backgrounds. We currently have 10 Governors on our Board.

SELECTION

The Clerk to the Governors

The Clerk to the Governors combines the role with that of Bursar. In that capacity, he is required to advise and assist the Governors in the exercise of their functions, more details of which are set out below. 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, who has expressed an interest; he or she will be invited to visit the school and to meet the Headmaster informally, and to have a tour of the school with the Headmaster. If the Chairman of Governors is not present at that stage, he will probably arrange a separate informal meeting, perhaps in the company of another, experienced Governor. At that meeting, we will briefly describe our strategic vision for the next 3-5 years and the direction in which the Governors see the school moving. Our 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 material about the school that is in the public domain (prospectus, latest ISI Inspection Report, Statutory Accounts and Annual Return for the previous year) to allow a well-informed judgement to be made before committing themselves to the appointment process. At the informal meeting, we also brief all potential candidates about the range of statutory checks that are required as part of the appointment process.

THE APPOINTMENT PROCESS

The second step is to invite the prospective Governor to submit a copy of his/her CV under a covering letter to the Chairman of Governors. Prospective Governors are interviewed by the Chairman of Governors and the Headmaster who recommends all appointments to the full Governing Body. Care is taken to select Governors who are prepared to serve for a minimum of three years and preferably five years and to be prepared to commit the time necessary to get to know the school.

All new appointments are formally recorded in the minutes of the Board, and 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 Bursar (in his role as Clerk to Governors) will obtain the following from the new potential governor before their appointment is confirmed:

- an enhanced DBS certificate;
- if the governor will be undertaking a regulated activity, a barred list check;
- evidence of their entitlement to work in the UK, where relevant;
- confirmation that they are not disqualified from acting as a Charity Trustee or Company Director, for example by virtue of an undischarged bankruptcy;
- evidence that the governor has not been prohibited from participating in the management of independent schools;
- a declaration that they are not disqualified from providing childcare under the Childcare (Disqualification) Regulations 2009
- If the new Governor is also to be appointed as a Company Director, a completed Form AP01 (downloadable from www.completeformations.co.uk) will be sent to Companies House to register the appointment.

All the paperwork is handled by the Bursar/Clerk to the Governors.

If the Chairman of Governors is to change, the school will ensure that the Department for Education obtains an enhanced criminal records check, and checks both the individual's identity and right to work in the UK before he or she takes up the appointment. Further overseas checks are required if the person lives or has lived outside the UK. The Chairman's disclosure application has to be made by the DfE; the school cannot handle it as they would for all other Governors. So, even if a Governor, whom the school has already checked, becomes Chairman, the DfE has to make yet another check.

Governors will be provided with training on the following once in post:

- Child Protection Policy and safeguarding obligations

- Staff Behaviour Policy
- Health and Safety
- Confidentiality obligations
- Supervision

THE INDUCTION PROCESS

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

- The Governing Instrument (Memorandum and Articles)
- List of fellow Governors and their contact details
- The terms of reference and membership of the sub-committees
- Dates of meetings for the ensuing year
- Minutes of most recent meetings
- AGBIS/ISC "Guidelines for Governors" or "Governors Handbook"
- The School Development Plan
- The School's Risk register
- The School's Conflict of Interest Policy
- The School Calendar (containing staff list) and list of functions
- Hospitality policy
- Code of conduct document

Child Protection

All new Governors attend a formal 2 hour session at the school on child protection as an important part of their induction. The session, which is led by the school's Child Protection Officer, covers the legal position on child protection, the Governors' responsibilities, handling allegations of abuse, including allegations involving a member of staff, dealing with bullying (including cyberbullying), the school's arrangements for checking staff, temporary staff, and volunteers. Governors will also be asked to complete a child protection on line training course.

Governors who will become involved in the recruitment of staff are at the time of writing, recommended to complete the Children's Workforce Development Council's (CWDC) public online training package "Safer Recruitment" (www.cwdcouncil.org.uk).

Familiarisation Visits

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

Formal Training

The AGBIS one-day training course is strongly recommended to all new Governors. Details of other training courses and seminars for Governors organised by AGBIS and others are

circulated regularly and Governors are encouraged to attend, where possible.

DUTIES OF GOVERNORS

The Governing Instrument of the school defines the Governors' responsibilities, determining the aims and overall conduct of the school. It sets and reviews the 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' duties are to protect the assets of the school, to promote the achievement of its charitable objectives and to ensure that it is diligently and well run. They are expected to exercise independent judgement with reasonable care and diligence. They have to act fairly and in a manner that protects the reputation of the school. It is their duty to keep in mind the interests of pupils, staff and parents, as well as that of the community. They make sure that the school complies with the law, is solvent and complies with the financial regulations for charities and companies. It must be adequately insured against possible public and employers' liability (including Governors' liability) claims. 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.

The school's Governing Instrument will also cover:

- The election of a Chairman and Vice-Chairman
- The election of the Chairmen and membership of all the sub-Committees
- The circumstances in which the Chairman and Vice-Chairman could be removed from office
- The role of the Clerk
- The constitution of a quorum
- Voting procedures

These are onerous duties, which cannot be properly discharged in one meeting each term. This has necessitated the creation of a number of Governors' sub-committees, to whom specific tasks have been delegated in their terms of reference. Each Governor is expected to serve on at least one sub-committee.

Role of the Clerk to the Governors

The Clerk to the Governors is responsible for assisting the Governors in the proper performance of the following responsibilities:

- The school's investment strategy, including its approach to risk and the selection of appropriate investment advisers and investment vehicles
- The selection of professional advisers, including Lawyers, Accountants and Bankers
- Approving the purchase of capital items costing more than the level specifically delegated by the full Board.
- Approving expenditure on buildings and maintenance costing more than the amount specifically delegated by the full Board.
- Ensuring that the Governors are provided with accurate and timely information in order to discharge their financial and other responsibilities in accordance with the provisions of the governing instrument.

It is his duty to compile and produce agendas, papers and reports and minutes of meetings, to attend meetings and to speak as necessary at the regular termly meetings of the Board and its Sub-Committees in order to enable the Governors to monitor effectively the exercise of the operational powers which have been delegated.

LEGAL LIABILITIES OF TRUSTEES/GOVERNORS/DIRECTORS

The legal liabilities of Trustees or Governors depend on the nature of their charitable deed of the school.

Companies Limited by Guarantee

"In many cases, schools will now take the form of companies limited by guarantee, with the Governors acting as the Board of Directors, and most commonly, also the members."

Governors bear significant legal responsibilities. Although liability insurance cannot provide blanket coverage, it can cover acts and omissions committed in good faith.

RETIREMENT

Governors are normally appointed for a term of three/five years, which may be extended once or more often at the discretion of the Governors. Governing bodies are increasingly modifying, or even abandoning a default retirement age, which in the past was often set at the age of 70.

STATEMENT OF GOVERNORS' RESPONSIBILITIES

INTRODUCTION

The duties of the Governing Body of Bickley Park School are defined in its charter/governing instrument as the responsibility "for determining the aims and overall conduct of the school. It sets and reviews the 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." As Trustees of the charity, Governors have a legal and fiduciary duty to protect the assets of the school, to promote the achievement of its charitable objects and to ensure that it is diligently and well run.

GENERAL DUTIES

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 ISI, Ofsted and EYFS regulations. The school should be run in accordance with its charitable objectives, including public benefit. 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 executive 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 set the school's vision, ethos and direction, regularly review the school's performance against targets and monitor the risks to which the charity 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 Trustee structure. The conduct of operational business is delegated to the Head, Bursar and Senior Leadership Team.

THE ROLE OF CHAIRMAN

To be Chairman of the Governors of Bickley Park School is to be responsible for a complex, multi-disciplinary charitable operation with an annual turnover of over £5.2m, set in buildings located at 14 and 24 Page Heath Lane, Bromley, BR1 2DS.

The Chairman is supported by 9 active Non-Executive Trustees. Governance is exercised, through a series of sub-Committees, such as Finance & Estates, BHSC and Academic which meet every term, before the meeting of the main Board.

Day to day operational control is vested in the Head, who works with the Bursar (who is also Clerk to the Governors) and the Senior Leadership Team. There are 82 employees, 60 of whom are members of the teaching staff.

SPECIFIC RESPONSIBILITIES

- Overall responsibility for guiding the governance
- Support for the Head; meeting regularly and listening
- Responsibility for the Head's performance appraisal
- Remuneration of the Head (and spouse if applicable)
- In conjunction with Council and following discussion with the Head, sets the school's vision and endorses the School Development Plan
- Chairs meetings of the Board and attends all sub-committee meetings.
- Knowledge/experience of higher education
- (When needed) Oversees the appointment of a new Head and Bursar
- Selects chairmen of sub-committees and maintains close links with Vice Chairman and Committee Chairmen
- Ensures that the school has the requisite level of financial competence
- Key role in the appointment and induction of new Governors
- Speaks on Speech Day
- Understanding of the role of a Non-Executive Director/Trustee of a charity and the appropriate working relationship with the executive.
- Ensuring that the key relationships work well (Chairman/Head, Chairman/Bursar and Head/ Bursar)
- Ultimate oversight of the processes for dealing with grievances, disciplinary appeals and complaints.
- Arranging the Chairman's succession process in advance of retiring

TIME COMMITMENT

Regular commitments consist of attending and chairing the Board once a term and attending the Finance, Marketing, Educational sub-committee and BHSC Committee meetings

(currently 3 a year), as well as attending and speaking at the annual Speech Day. It is difficult to be specific about any additional commitments; but it is important that the Chairman of Governors is available for both the Head and the Bursar to discuss major strategic issues affecting the school. Although this might involve about half a day a week throughout the academic year, the call on the Chairman's time will, occasionally, be considerably heavier. The call on the time of other Governors will be proportionately less.

SELECTION, APPOINTMENT AND INDUCTION OF GOVERNORS

In accordance with the trust deed, Governors are responsible for the selection, safe recruitment and appointment of new Governors. The aim is to achieve a balanced board, with individuals with an educational, legal, business, financial, property and marketing backgrounds. All Governors complete a selection process, which requires the submission of a CV, and an interview with Chairman of Governors and The Headmaster. Every Governor has an enhanced CRB disclosure. Each appointment is ratified by the full Board. The school arranges for all new Governors to receive a thorough induction in child protection and in the compliance and fiduciary duties of governance. New Governors spend a day at the school in order to meet the key personalities and to gain an insight into the curriculum and to meet groups of pupils.

All new Governors receive a briefing pack on appointment that contains:

- The Governing Instrument (Memorandum and Articles)
- List of fellow Governors and their contact details
- The terms of reference and membership of the sub-committees
- Dates of meetings for the ensuing year
- Minutes of most recent meetings
- AGBIS/ISC "Guidelines for Governors"
- School staff list
- The School Development Plan
- The School's Risk register
- The School's Conflict of Interest Policy
- The School Calendar and list of functions
- Hospitality policy
- Code of conduct document

All Governors are encouraged to attend external training courses organised by AGBIS and other bodies. The school periodically holds "away days" when Governors, Head and Bursar can meet together, unencumbered by the pressure of routine business, to focus on issues relating to the strategic future of the school.

CODE OF CONDUCT

Governors may claim their expenses from the school; but are not remunerated. All Governors are expected to comply with the school's Conflict of Interests Policy and to complete a Register of Interests declaration each year. All Governors, like senior school staff, are required to sign the hospitality register if they accept gifts or hospitality valued in

excess of £200 from an organisation that has a commercial relationship with the school.

Governors should act at all times with honesty and integrity and extreme confidentiality. Each Governor has an important role in performing their duties as Trustee of a charity and in upholding the school's policies. All Governors and staff have received training in the school's policy of zero tolerance of bribery and corruption which states that:

- The Board accepts its fiduciary duty as Trustees of the charity to ensure that the school does not tolerate bribery and corruption
- The school's admission policies, including its policy on fee discounts, are transparent and publicly available.
- Taking, giving or attempting to give bribes constitutes gross misconduct and, if proven, results in dismissal
- 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 make conflict of interest declarations at each board meeting.
- Governors and staff complete a register for all gifts and hospitality valued in excess of £200
- Three quotations are sought for all expenditure worth more than £10,000
- External contracts for goods and services are only let after a minimum of 2 quotations have been received
- Every contract for services is re-tendered at 5 yearly intervals
- All contracts for goods and services procured in the UK or overseas include anti-corruption provisions. In the case of overseas contracts, legal advice will be obtained to ensure that the provisions are enforceable both in the UK and in the country concerned
- Due diligence procedures, such as references, vetting and searches are exercised before overseas agents or business partners are engaged.

New Governor appointment checklist

Name of new Governor.....

Date of proposed appointment.....

Before official appointment

- Bursar asks the Head's P.A. to obtain enhanced DBS disclosures on new Governor.
- Bursar asks for evidence of their entitlement to work in the UK (Copy of passport)
- Bursar asks for evidence that they are not disqualified from acting as a Charity Trustee or Company Director, (e.g. by virtue of an undischarged bankruptcy)
- NW conduct a prohibition from management check

Official Governor appointment date.....

- **Bursar advises TC-Group and completes an AP01 form appointment of director**

Information/briefing pack on the school sent to Governor to contain:

- The Governing Instrument (Memorandum and Articles)
- List of fellow Governors and their contact details
- The terms of reference and membership of the sub-committees
- Dates of meetings for the ensuing year
- Minutes of most recent meetings
- AGBIS/ISC "Guidelines for Governors" or "Governors' handbook"
- The School Development Plan (provided during the year on an ad hoc basis)
- The School's Risk register
- The School's Conflict of Interest Policy
- Hospitality policy, privacy policy, complaints policy
- Code of conduct document

Child Protection

- a formal two hour session at the school on child protection with the school's Designated Safeguarding Lead arranged for.....
- covers the legal position on child protection
- the Governors' responsibilities
- handling allegations of abuse, including allegations involving a member of staff,
- dealing with bullying (including cyberbullying)
- the school's arrangements for checking staff, temporary staff, and volunteers
- Prevent training (on-line: http://course.ncalt.com/Channel_General_Awareness).

Actions completed date.....Signed.....

new Governor appointment checklist

Author	NW	
Date Approved	July 2020	Chairman: MH
Date Approved	July 2020	Headmaster: PW
Date for Next Review	September 2023	