

Baytree School Governing Board

Terms of Reference



1. Context

1.1 These Terms of Reference should be used in conjunction with general advice issued in Department of Education Circulars, Government Legislation, the Headteacher's Contract and Conditions of Employment, the Scheme of Delegation and, where appropriate the policies of the Local Authority.

2. Role of the Governing Board

2.1 The Governing Board will provide strategic leadership and accountability to Baytree School. The Board has three key functions:

2.1.1 Overseeing the financial performance of the school and making sure its money is well spent

2.1.2 Holding the Headteacher to account for the educational performance of the school and pupils

2.1.3 Ensuring clarity of vision, ethos and strategic direction

2.2 The Governing Board will set the aims and objectives for the school and set the policies and targets for achieving those aims and objectives. The Board will monitor and evaluate the progress the school is making and act as a source of challenge and support to the Headteacher.

3. Convening and Planning Meetings, and the Conduct of Business

Chair and Vice Chair

3.1 The Clerk will seek self-nominations for a Chair and Vice Chair, for election at the 1st meeting of the Autumn term. The Headteacher or a paid employee of the school cannot be elected Chair or Vice Chair.

3.2 The Chair will conduct all meetings of the whole Governing Board except where, in his or her absence, the chair will be taken by the Vice Chair.

3.3 If both the Chair and the Vice Chair are absent from a meeting or have resigned, the Governing Board will elect from its number a Chair for that meeting.

3.4 If the Chair and/or Vice Chair resign, the Governing Board will hold a special meeting within 14 days to elect their successors.

4. Calendar of Meetings

4.1 The Governing Board will meet no less than once a term, with 6 meetings per academic year.

4.2 Meetings in terms 1, 3 and 4 should be Governing Board Effectiveness Meetings, where part of the agenda, twice a year, is focused on the Board reflecting on its performance. Meetings in terms 2, 5 and 6 should be Governing Board Executive Meetings, where part of the agenda focuses on the execution of its obligation to exercise oversight of school management and operations.

4.3 The Governing Board will plan its meeting dates, as far as it is possible, on an annual basis, at the last meeting of the preceding academic year.

4.4 The Governing Board will hold a Full Board Effectiveness Meeting in the first, third and fourth term of the academic year and a Full Board Executive Meeting in the second, fifth and sixth term of the academic year

5. Timing of Meetings

5.1 Meetings will start at times which are acceptable to the full Governing Board, on a rotation basis if required (to be agreed at previous Governing Board meeting) and should normally be limited to 2 hours duration.

5.2 Where business has not been completed within the time stated in paragraph 4.1 above those present at a meeting may extend the meeting for a given time in order to deal with specified business.

6. Quorum

6.1 For meetings of the full Governing Board the quorum will be 50%, rounded up, of the Governing Board when fully constituted unless the meeting is concerned with any of the issues listed below, when the quorum must be two thirds (rounded up to a whole number) of those members of the Governing Board who are entitled to vote. There should be at least one representative from the Parent, Co-opted and Staff Governor category where a staff governor associate member or the Headteacher can act as staff governor if the elected staff governor is not able to attend.

6.1.1 The co-option of a governor

6.1.2 The appointment of members of an extra-ordinary committee with delegated temporary authority and the determination of any question relating to such a committee; or

6.1.3 The removal of the Chair

6.1.4 The removal of a Co-opted Governor

6.2 The quorum for a committee/working party will be that determined by the Governing Board when the committee/working party is established.

6.3 Decisions may not be made at a meeting which is inquorate.

6.4 If during a meeting it becomes inquorate, it can either be discontinued or can continue at the discretion of the remaining members, but no resolution can be made.

6.5 A meeting may be discontinued at any time by agreement of the Governing Board.

6.6 When a meeting is discontinued or is inquorate any items remaining on the agenda will be placed on the agenda of a subsequent meeting.

6.7 In certain circumstances, quorum may be achieved by electronic voting from members by means of email etc, or where voting power has been delegated to a present Governor in writing.

7. Convening Meetings

7.1 A meeting must be held at least once a term. A meeting must also be convened if it is at the request of at least 3 Governors.

8. Notice of Meetings

8.1 Written notice of meetings and the agenda will be sent to members at their registered email addresses, plus the Headteacher, if not a governor, so that they may be received seven clear days before the meeting, while those for an extraordinary meeting called by the Chair or by request of Governors, written notice may be sent in a shorter time.

8.2 Non-receipt of notice of a meeting will not invalidate the meeting.

9. Agenda

9.1 The agenda will be organised by the Clerk in consultation with the Chair and the Headteacher together.

9.2 Items may be placed on the agenda by individual, or groups of governors by writing to the Clerk or the Chair up to 10 working days prior to the meeting.

9.3 Papers which inform agenda items will be sent to governors with the agenda.

10. Late Items/Any Other Business

10.1 Items of any other business should be raised in advance of the meeting and left to the Chair of Governors to determine whether they should be discussed.

11. Attendance

11.1 A record will be kept of all persons attending a meeting of the Governing Board or any of its committees.

11.2 A Governor not able to attend a meeting should notify the Clerk in good time ahead of the meeting date.

11.3 The time of departure of any member leaving before the end of a meeting will be recorded in the minutes.

12. Minutes of Meetings

12.1 The minutes of meetings will be drawn up on consecutively numbered loose-leaf pages, each page initialled by the person signing them as a true record.

12.2 A dissenting view will be recorded in the minutes of the meeting, if that is the wish of one or more members present.

12.3 Copies of the draft minutes checked for accuracy by the Chair and Headteacher, will be sent to all members of the Governing Board within 10 days of the meeting.

12.4 The minutes of the meeting will be considered for approval at the next meeting.

12.5 Action will be taken on the basis of decisions and need not await the approval of minutes at the next meeting.

12.6 Those matters which must by law remain confidential or which the Governing Board decides shall be confidential will not be published in the minutes of any meeting.

12.7 The minutes of meetings will be available for public inspection once they have been approved by the board/committee and signed off by the relevant Chair.

12.8 The approved minutes etc., will be available for public inspection at reasonable times by arrangement with the Clerk.

12.9 On request, a copy of signed minutes of any meetings will be sent to the Local Authority.

13. Correspondence

13.1 Governors have the right to access all incoming correspondence, to the school, excluding any concerning complaints. The school triages this correspondence and passes only relevant information on to the Governing Board. Significant items will be presented to each meeting of the Governing Board, including any upon which the Chair has already taken urgent action, so that the need for, and the nature of, action may be decided or confirmed.

13.2 The Governing Board will determine by resolution who should write letters on behalf of the Board.

14. Information and advice

14.1 The Headteacher has a statutory duty to keep the Governing Board fully informed about all operational matters of the school and will present a written report to each executive meeting of the Governing Board.

14.2 Where important information required by the Governing Board is given orally, it will be recorded in the minutes in appropriate detail.

14.3 Where information required by the Governing Board is not readily available, reasonable time will be given for its production and sent to members or brought to the next meeting.

14.4 Where expertise is needed, but not available within the Governing Board, the Governing Board should consider co-opting an appropriate associate governor or at the very least, should seek external guidance from a suitably qualified professional.

15. Discussion and debate

15.1 The Chair will ask the Governing Board to provide in writing any additional subjects they wish to raise, at least 10 calendar days prior to the relevant meeting. This enables the agenda to be formed giving enough time for each point to be discussed within the correct timeframe or for information pertinent to the matter to be sought.

15.2 The Chair will ensure that all governors enjoy equality of opportunity to express their views.

15.3 Recommendations received from working parties will be recorded in the written minutes.

15.4 The Governing Board will receive, and where necessary, ratify decisions that it has delegated to a committee or to an individual. Such decisions will be recorded in the minutes.

16. Decision making

16.1 Members of the Governing Board recognise that all decisions must be made by a quorate meeting of the Governing Board unless an individual or a committee has been delegated to deal with a specific issue.

16.2 Decisions will be made after full discussion and by a simple majority by a show of hands unless any one member, or more, require a secret ballot.

16.3 A decision of the full Governing Board is binding on all its members.

- 16.4** A decision to ballot parents will be by secret ballot.
- 16.5** If there is a tied vote at the end of a discussion, the Chair may vote a second time to determine the issue.
- 16.6** Decisions of the Governing Board may only be amended or rescinded at a subsequent meeting of the Governing Board when the proposal to amend or rescind appears as a separate agenda item.

17. Urgent action

- 17.1** The Chair, or in his or her absence the Vice Chair, has authority to take urgent action between meetings provided that the following conditions exist:
- 17.1.1** delay in dealing with the matter would be seriously detrimental to a pupil, potential pupil, his or her parents, the school, a member of staff, or a potential member of staff; and
- 17.1.2** a meeting could not be called in sufficient time to deal with the matter without being seriously detrimental as described in 16.1.1
- 17.2** If any urgent action is taken by the Chair between meetings the facts will be reported to the next meeting of the Governing Board.

18. Public statements

- 18.1** Public statements will only be made by those delegated to make them. Usually this will be the Headteacher and occasionally the Chair.

19. Access to meeting of the Governing Board

- 19.1** Those persons entitled to attend a meeting of the Governing Board are any of its members, the Headteacher, whether or not a member of the Governing Board and the Clerk.
- 19.2** When the Headteacher is absent his or her place will be taken by the Deputy Headteacher.
- 19.3** The Governing Board will decide who, other than a governor, the Headteacher or the Clerk, will be admitted to a meeting.
- 19.4** The Governing Board will determine its procedures for responding to those seeking permission to attend meetings.
- 19.5** The Governing Board will decide which of its meetings, if any, will be open to the public.
- 19.6** If a meeting is to be opened to parents or to the general public reasonable notice must be given.
- 19.7** The Deputy Headteacher will be invited to attend meetings of the full Governing Board, at the discretion of the Headteacher, as part of his or her professional development.

20. Pecuniary and personal interest

- 20.1** The Governing Board will maintain an annual Register of Business and Pecuniary Interests of its members in a book signed by the relevant member when an entry is made. The register will be published on the school website.

20.2 Members will draw attention, as appropriate, to their declared pecuniary or any conflicts of interest relevant to items under discussion.

20.3 A governor will be required to withdraw from a meeting when an item is being discussed if he or she:

20.3.1 stands to gain financially from a matter under consideration

20.3.2 has a personal interest in a matter being considered

20.3.3 is a parent of or related to a pupil or an employee being discussed.

20.4 Governors who have declared a conflict of interest must be allowed to present written evidence and, at the discretion of the Chair, attend an extra-ordinary meeting of the Governing Board to give evidence if they have made relevant accusations, or are witnesses in the case, when it is discussing:-

20.4.1 disciplinary action against an employee or against a pupil

20.4.2 a matter arising from an alleged incident involving a pupil.

21. Complaints and Staff Discipline

21.1 The Governing Board will establish procedures for dealing with general complaints and will abide by the LA's procedures for dealing with curriculum complaints.

21.2 The Governing Board will establish procedures for dealing with staff disciplinary matters and staff grievances.

22. Delegation of Functions

22.1 No action may be taken by an individual governor unless authority to do so has been delegated by the full Governing Board.

22.2 The Governing Board will abide by decisions of the Disciplinary Committee and the Appeals Panel.

23. Establishing Extra-Ordinary Meetings and Working Parties

Governing Board Executive Meetings and Effectiveness Meetings will normally be responsible for all decision making. Where it is not possible to cover all items for discussion at a regular Executive or Effectiveness Meeting, or electronically, an Extra-Ordinary meeting may be convened. These meetings could cover, but not limited to:

- Pay
- e-Safety
- Budget issues
- Staff Team Meeting Sessions
- Building Design and Development

23.1 Minutes of Extra-Ordinary meetings will be approved by the relevant Extra-Ordinary meeting members and presented to the next full meeting of the Governing Board for information and noting.

23.2 In order to ensure the most efficient use of time and resources, and in some cases to ensure absolute priority, the Governing Board may (unless precluded by legislation):-

- 23.2.1** set up working parties to provide information and/or make recommendations to the whole Governing Body
- 23.2.2** delegate work to working parties with the power to make decisions on behalf of the Board
- 23.2.3** delegate work to individual members of the Governing Board including the head teacher, if not already a governor. The Governing Board will regularly review the case for delegation to individual members.

24. Working Parties

- 24.1** When establishing working parties, the Governing Board, in addition to ensuring that at least three governors (not including the Headteacher) are appointed to each, will:
 - 24.1.1** determine the membership and appoint a Chair and a Vice Chair of each committee
 - 24.1.2** establish and record the remit of the working party
 - 24.1.3** allow working parties to determine their own timetables within given limits
 - 24.1.4** determine the procedures for reporting back to Executive or Effectiveness Board
 - 24.1.5** regularly review the need for, and membership of working parties or delegated groups
 - 24.1.6** the findings of each working party should be ratified by the FGB at the next meeting
- 24.2** The Governing Board may co-opt non-governors on to a working party or delegated group by any other name, but such members may not vote on any matter.
- 24.3** The Headteacher has the right to attend any meeting of the Governing Board, if not a Governor, or any of its working parties subject to the statutory rules laid down in the terms of exclusions, and staff disciplinary matters.
- 24.4** The Governing Board will also establish a new Working Party to deal with appeals against any decision of a previous Working Party.
- 24.5** The membership of the second Working Party will not include any member of the relevant first Working Party or a governor who had any previous involvement with the matter under appeal.
- 24.6** The Governing Board will ensure that the appeal Working Party will have no fewer members than the relevant first Working Party

25 Governor Roles

- 25.1** The School should also have representation on the Campus Health and Safety meeting.
- 25.2** Individual Governors will also be allocated responsibility for a minimum of 2 of the following areas (one from each of Operational and Governance):

Operational Responsibility	
EHCP	Learning
	Communication
	Independence
	Physical
	Social, Emotional and Mental Health
SDP	Outcomes for Pupils
	Quality of Teaching, Learning and Assessment
	Personal Development, Behaviour and Welfare
	Effectiveness of Leadership and Management
Governance Responsibility	
All	Safeguarding
	Policies
FBH&S	Finance
	Buildings
	e-Safety and GDPR
	Health and Safety
Personnel	Staff Attendance
	Recruitment
	Staff and Governor CPD

26 Review

26.1 Amendments to these Terms of Reference can only be made by the Governing Board. They will be reviewed annually unless there is a change in legislation before the time of review.

27 Distribution

27.1 One copy of these Terms of Reference will be presented to each member of the Governing Board, a new governor when they join (as part of the induction pack), the Headteacher, if not a governor, and the Clerk; one copy will be filed as part of the record of the meeting at which they were agreed or amended.

27.2 Once agreed the Chair should sign and date the last page for the document.

Signed (Governing Board Chair) Date

Terms of Reference Reviewed – 22nd September 2021

Date of Next Review – Term 1 2022/23