



STANDING ORDERS FOR FULL GOVERNING BOARD

These Standing Orders outlines the Federation Governing Board’s operating procedures which is guided by statutory obligations and recommended Good Practice for good governance.

Details outlined in the **Federation Adopted Practice** column clearly state the *modi operandi* that this Governing Board follows in ensuring the Board is meeting its statutory obligations and following good practice. This document has been considered in conjunction with other key documents: the school’s **Instrument of Government**, the Governors’ **Code of Conduct** and the Governing Board’s **Annual Planner**.

Note: for period 2024 – 2026 the term ‘Chair’ refers to Co-Chairs of FGB.

STATUTORY	GOOD PRACTICE GUIDANCE	Federation Adopted Practice
1. Election and Removal of Chair and Vice-Chair (Regulations 7 & 9)		
<p>The Governing Board must decide the length of office of the Chair and Vice-Chair.</p> <p>[A Chair/Vice Chair may resign at any time and a new Chair/Vice Chair elected].</p>	<p>Governing boards may wish to consider retaining the one-year term of office for Chair and Vice-Chair, as it gives flexibility and avoids a possible deterrent effect of a longer term.</p> <p>If the Chair/Vice-Chair resigns mid-term the new Chair/Vice-Chair will be elected for the rest of the remaining term of office remaining.</p>	<p>Term of office 2 Years</p> <p>Term of office expires on completion of 24 months</p> <p>This decision must be recorded by the clerk in the minutes</p>



Election procedures need to be decided by the Governing Board.	The Clerk should manage the election procedures.	Clerk manages election process
Any governor who is paid to work at the school may not be Chair or Vice-Chair of the Governing Board.	Written or oral nominations should be notified to the Clerk before the meeting at which the election will take place.	Nominations received can be both written and oral.
All candidates must withdraw whilst the election process is undertaken and shall not vote (Regulation 14 & Schedule).	Additional nominations can be received on the day. All nominations can be self-nomination or nominations from colleagues. Elections should be by secret ballot. If only one candidate the ballot should accept/decline candidate. We recommend that in the event of a tie the outcome is decided by either the toss of a coin or drawing lots.	Additional nominations ARE accepted Secret Ballot (Y or Show of Hands if only one candidate)

2. Urgent Action (Regulation 8)

The Chair (or the Vice-Chair if the Chair is absent) may take urgent action in circumstances where a delay may be seriously detrimental to the interests of: <ul style="list-style-type: none">• the school;• any pupil at the school (or their parent);• any person who works at the school.	A meeting can be called in less than 7 days in an emergency and therefore 'delay' should be interpreted as anything that cannot wait until such a meeting could be called. Emergency action should only be used in extreme circumstances.	Chair will call an emergency GB meeting should certain circumstances arise that necessitate a Full Board decision.
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3. Appointment and Removal of the Clerk to the Governing Board (Regulation 10)

The Governing Board shall appoint the Clerk to the Governing Board and it can remove a Clerk by resolution. The Clerk to the Governing Board must not be:

- A governor;
- Executive Headteacher of the school.

The Clerk to the Governing Board must:

- a) convene meetings by circulating the agenda (Regulation 13);
- b) attend meetings of the Governing Board and ensure minutes of the proceedings are produced;
- c) maintain a register of members of the Governing Board and of associate members and report any vacancies to the Governing Board; and
- d) perform such other tasks as may be determined by the Governing Board from time to time.

[In an emergency a governor (not the Executive Headteacher) may clerk for that meeting only].

A full job description (JD) for Clerks is available from Name of Clerk: *tbc* the Local Authority or from the National Governors' Association. Clerk JD in operation

The clerk should receive training and be paid appropriately and in line with the expectations set out in the JD. Refer to agreement with Clerk if additional other tasks have been negotiated

'Other tasks' might include meeting with the Executive Headteacher and Chair to plan a schedule of work or individual meeting agendas. (If this is not in the JD it may require negotiation and extra payment). In absence of Clerk, the COG in consultation with VC/SLT members will set agenda/prepare documents on GHub/write and publish minutes

The Governing Board may need to seek HR advice from their personnel provider.

4. Meetings and Proceedings of the Governing Board

Right to attend meetings (Regulation 12)

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

- Executive Headteacher (whether or not that person is a governor);
- All governors (unless suspended);
- Clerk to the Governing Board;
- Associate members of the Governing Board (unless the Governing Board requires them to leave for items relating to an individual member of staff or pupil);
- In certain circumstances the Local Authority may also have a right to attend.

The Governing Board decides whether to have associate members and who they shall be. The Governing Board can also remove associate members. Associate members have voting rights on committees where they are members.

Convening meetings (Regulation 13)

There must be at least 3 meetings of the full Governing Board each school year.

Governing boards are required to be open and transparent and so should allow observers as a matter of principle. Observers are required to remain silent unless specifically invited to speak by the Chair. Observers must leave the meeting for any confidential items. The Governing Board may invite other persons to attend at their discretion.

Most schools hold six meetings per year but this depends on the way in which a Governing Board and its committee meetings are organised. Fewer meetings of the full Governing Board may be appropriate if more responsibilities are delegated to committees.

Ideally items for the agenda should be notified to the Chair or Clerk two weeks before the meeting.

Chair/GB may invite other stakeholders to attend GB meetings for specific items.

Associate members for each committee are identified in membership details of committee and recorded in the minutes.

Number of planned meetings per term

Autumn: **2**

Spring: **2**

Summer: **2**

The minimum time before meetings that papers must be made available to all governors is: **7 days**



<p>Meetings of the full Governing Board must be convened by the Clerk.</p> <p>The agenda shall be sent to the governors at least 7 days before the meeting.</p> <p>Governors failing to attend meetings A governor who without the consent of the Governing Board fails to attend full Governing Board meetings for a period of 6 months is disqualified (refer to The School Governance (Constitution) (England) Regulations 2012: Schedule 4 Paragraph 9).</p>	<p>All papers are circulated in advance to make the best use of everyone’s time at the meeting wherever possible. It is recommended that papers are only tabled at meetings in exceptional circumstances.</p> <p>A record (in the minutes of the meeting) of Governing Board consent or otherwise for absence is essential in order to invoke disqualification.</p> <p>If no apology is received then consent cannot be granted.</p>	<p>Exceptional circumstances for the tabling or late circulation of papers are restricted to:</p> <ul style="list-style-type: none"> • an issue that could not be foreseen which requires urgent discussion • serious illness of the paper’s author <p>The maximum acceptable length of a late or tabled paper is: 1 day</p> <p>If a late item requires urgent approval, the Chair may arrange for approval by email with agreement of Board if deemed appropriate.</p> <p>Apologies for absence are recorded as accepted or Absence Not Accepted.</p>
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5. Quorum (Regulation 14)		
<p>For full Governing Board meetings the quorum needs to be calculated as 50% of only those governors in post, rounded up to the nearest whole number. Associate members must not be included in the calculation for quorum.</p> <p>Remote participation The Governing Board may approve alternative arrangements for governors to participate or vote at meetings of the Governing Board including but not limited to telephone or video conference.</p>	<p>If the Governing Board is carrying a large number of vacancies resulting in a very low quorum it is recommended that governing boards try to ensure that attendance is generally above the minimum quorum level.</p> <p>While having the flexibility to agree to remote participation in meetings may be useful in exceptional circumstances, the benefit of having everyone discussing an issue in the same room should not be undermined by too many governors, taking part remotely, too often.</p> <p>Consideration need to be given to the chairing and clerking of the meeting.</p>	<p>The Clerk will advise the Chair of the current quorum at the start of each meeting (according to Cttee ToR).</p> <p>All FGB meetings are conducted in person (unless exceptional circumstances exist which calls for meeting to be held on Teams – prior agreement sought prior to meeting).</p> <p>Finance Cttee is held on Teams – however, from time to time, an in person meeting may be called.</p> <p>Organisation and sharing of Teams is facilitated by the Clerk (or by the Chair in their absence)</p>
<p>Hearing the views of other governors in the meeting is necessary to arrive at a considered view. Telephone or video conference enables the remote governor to hear views; but we recommend that written or email voting in advance of discussion is not permitted.</p> <p>Practical issues will need to be agreed, such as:</p> <ul style="list-style-type: none"> • What is the maximum number of governors who could participate remotely at a meeting and for it not to adversely affect the meeting? • Do you have the appropriate equipment? • How frequently an individual governor can participate remotely? 		<p>Governors will ensure that no other persons are present or can hear the meeting when they are participating remotely.</p>

<ul style="list-style-type: none"> • How will a governor seek agreement to participate remotely before a meeting? <p>Will your allowances policy include the payment of telephone calls or other costs incurred by governors?</p>	
<p>6. Voting (Regulation 14)</p>	
<p>All matters are decided by a majority vote. In the event of a tie the Chair (or Acting Chair) has an additional (casting) vote. An exception is in the election of the Chair or Vice-Chair – when it is decided by chance, eg tossing a coin.</p>	<p>Decisions made by majority vote. Chair casts deciding vote in event of tie.</p>
<p>7. Minutes and Papers (Regulation 15)</p>	
<p>Minutes should be prepared by the Clerk and signed minutes must be available for public inspection.</p> <p>Excluding confidential items:</p> <ul style="list-style-type: none"> • items which refer to an individual parent, pupil or member of staff • other items the Governing Board deems confidential 	<p>Draft minutes that have been approved by the Chair should be made available as soon as possible after the meeting. These should be marked ‘DRAFT’. [Excluding confidential items]</p> <p>Confidentiality should be restricted to a few very sensitive items.</p> <p>The way individual governors vote, and their opinions should be regarded as confidential.</p> <p>Clerk drafts minutes following a meeting within 7 working days</p> <p>Clerk will circulate draft for approval with Chair of committee/GB and with HT for comment/changes – this should be done within 5 working days.</p> <p>Draft minutes are then uploaded to GovHub in the meeting folder for the next meeting date of the GB/Committee for approval at the next meeting – minutes are signed by the Chair and filed in the schools’ Governance Folder</p>
<p>8. Restrictions on Participation (Regulation 16 & Schedule 1)</p>	



<p>Governors must complete annually a register detailing pecuniary interests or conflicts of interest and withdraw from the meeting if appropriate.</p> <p>Each governor must declare at the start of any meeting if there is an item on the agenda which poses a potential conflict of interest or where a fair hearing is required and his/her impartiality is in doubt. In such a case, the governor concerned must withdraw from the discussion and may not vote. In the event of a dispute the Governing Board decides whether the individual should withdraw.</p> <p>It is a requirement for Academies and Maintained schools to publish business interests on the school website. See :</p> <ul style="list-style-type: none"> • School website publications list • The School Governance (Constitution) (England) Regulations 2012 . <p>The Constitution of Governing Boards of Maintained schools statutory guidance 2015</p>	<p>A register of interests must be established and updated annually.</p>	<p>Pecuniary interest forms are signed by each Governor <u>by the first FGB meeting in the Autumn term</u></p> <p>Clerk compiles/updates Register of pecuniary interests.</p> <p>Register is filed in Governance Folders and published on schools' websites.</p> <p>Every agenda has a standing item relating to declaration of interests in relation to any item on the agenda.</p>
<p>9. Suspension of Governors (Regulation 17)</p>		
<p>A Governing Board can suspend a member of the Governing Board for a limited number of prescribed reasons for a period not exceeding 6 months (refer to Regulations).</p>	<p>This should be used as a last resort.</p>	<p>Code of Conduct adopted and adhered to by all governors</p>
<p>10. Delegation to Committees and Individuals (Regulations 18-20)</p>		
<p>The full Governing Board, in accordance with regulations, must annually decide any delegation to committees or individuals.</p>	<p>Refer to Regulations/Staffing Regulations</p>	<p>Committee structure, membership and Lead Governor roles reviewed and agreed at the first Full GB meeting of the academic year.</p>



Governing Board Standing Orders

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<p>These requirements do not apply to other working groups without delegated powers. The Governing Board shall establish every year such committees as are required in accordance with the regulations.</p> <p>Reporting (Regulation 20) Any governor, Executive Headteacher or committee who has been given delegated authority to carry out a Governing Board function must report any decisions or actions to the Governing Board.</p>	<p>It is recommended that all working groups have terms of reference.</p> <p>That committee minutes appear on the agenda of the Governing Board and are recorded by the Clerk as being 'received and noted'.</p>	<p>Terms of Reference for FGB and each Committee is reviewed and agreed at last FGB meeting in academic in readiness for the new year. Finance and P&P Cttee report to FGB on an regular cycle. Lead Governors report to each FGB.</p>
<p>Quorum (Regulation 22) The committee shall decide the quorum which must be at least 3 governors.</p> <p>Chairing (Regulations 22) A Chair shall be appointed annually to each committee by the Governing Board or elected by the committee, as determined by the Governing Board.</p> <p>Associate Members (24) The Governing Board must agree which committees associate members are members of. Where associate members are members of a committee they have voting rights. Associate members may be excluded from any confidential item concerning a member of staff or pupil.</p>	<p>All governors should be notified of the committee agendas and be able to contribute in writing or by attending with the permission of the committee chair.</p> <p>If the Governing Board takes care in selection of Chairs of committees it helps succession planning by giving selected governors practice at chairing.</p>	<p>Governors can elect which Committee they attend. Governors can put forward comments/contributions ahead of the meeting or when they cannot attend through the GovernorHub noticeboard.</p> <p>Terms of Reference stipulate election of Chair/Vice Chair</p> <p>Associate Members will consist of AHTs to the FGB and school finance managers to the Finance Committee.</p>
<p>Clerking (Regulation 26) All committees must be clerked but this can be undertaken by a governor who is a member of the committee or an associate member. The Executive Headteacher is not permitted to clerk a committee.</p>	<p>Minutes of all meetings to be circulated to all governors. Confidential minutes are confidential to those present at the meeting.</p>	<p>Clerk is responsible for ensuring all minutes are produced, checked and finalised as well as ensuring they are made available through the appropriate meeting folders in GovernorHub.</p>



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<p>Seven days notice must be given for all committee meetings and agendas circulated.</p>	<p>Committee decisions should be reported to FGB. Clerk appointed is a trained Clerk and paid for attending training.</p>	<p>Clerk is expected to attend training and keep up-to-date with legislation changes affecting Governance to advise accordingly.</p>
<p>Governors' Allowances (Regulations 27-30) The Governing Board cannot pay allowances unless it has an agreed policy. Many governors will be reluctant to claim allowances, but it is important to acknowledge that some people may be discouraged from volunteering their time to become governors if they cannot afford the extra expense.</p>	<p>An Allowances Policy will define: The circumstances when expenses will be paid. The expenses that will be covered Amounts and limits on what can be claimed</p>	<p>No agreed Governor Allowance facility</p>