



The Crossways Schools Governing Board Protocol and Governor Code of Conduct

Approved by the Full Governing Board on 16 September 2021

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Meetings and Proceedings Protocol of The Crossways Schools Governing Board

Governing Boards have a number of responsibilities and duties under legislation in order to support the Governing Board to operate effectively and run smoothly. The following protocol has been agreed as a framework within which the Governing Board and Committees must organise and conduct their meetings.

The Governing Board will be regarded by the Schools and Local Authority as one of the partners in the leadership and management of the Schools. The Local Authority will provide governing boards with the information they need to fulfil their responsibilities.

The Schools' Governors come from every walk of life. Each individual governor is a member of the Governing Board, which is established in law as a corporate body. The power that lies with Governing Boards does so corporately and decisions are reached by a majority of Governors present following a full discussion. This means that no individual Governor (apart from the Chair in cases of urgency) may act on behalf of the Governing Board unless it has formally delegated powers to them to do so.

The Governing Board is the Crossways Schools' accountable body. It is responsible for the conduct of the Schools and for promoting high standards, sharing and living the ethos and values of the Schools. The Governing Board aims to ensure that the Crossways Schools are successful and provide children with a good education and supports their wellbeing.

The Governors Code of Conduct is attached to this document.

The Delegation of Functions

The Committees of the Governing Board have delegated powers with the Governing Board deciding their membership, the procedures for appointing Chairs, what powers they will have, whether they will include Associate Members and, if so, whether they may vote. This information must be minuted at a Full Governing Board meeting. The establishment, terms of reference, constitution and membership of Committees must be reviewed annually. The Chair of each Committee must be appointed annually by the Full Governing Board.

The Governing Board's Committees are responsible for all matters within their Terms of Reference. These Terms of Reference give descriptions of the areas of work and functions that the Committees have been delegated to undertake. The presumption, therefore, is that a Committee will take all decisions within its terms of reference which are to be interpreted broadly.

Any individual or Committee to whom a decision has been delegated must report to the Governing Board in respect of any action or decision made.

The following is a list of functions provided by the National Governance Association (NGA). It provides details of who can and cannot undertake the different functions.

The three core functions of the Full Governing Board are as follows:

- Ensuring clarity of vision, ethos and strategic direction.
- Holding the Federation Head Teacher to account for the educational performance of the schools, their pupils and the performance management of staff.

- Overseeing the financial performance of the schools and making sure that money is well spent.
- **The following additional functions will be carried out by the Full Governing Board. This is a legal requirement and the functions cannot be delegated.**
 - To ratify the annual budgets of the schools.
 - The appointment of selection panels for appointments of the Federation Head Teacher, the Federation Deputy Head Teacher and the Federation Assistant Head Teacher.
 - To ratify or reject the decisions of appointed selection panels.
 - To establish and review of procedures for addressing staff discipline, conduct and grievance.
 - To produce a set of written principles for the schools' behaviour policy and present these for consultation.
 - To draw up an Instrument of Government and any amendments thereafter.
 - The appointment or removal of the Chair or Vice-Chair of permanent or temporary Governing Boards.
 - The appointment and removal of co-opted Governors.
 - To appoint Local Authority governors.
 - To review the structure, including any subsequent conversion, to MAT status.
 - To establish and approve a SEND policy.
 - To have due regard to the need to prevent people being drawn into terrorism and to oversee the incorporation of the necessary procedures and practices outlined in the "Prevent" duty into child protection policy.
 - To set the structure and remit of the Governing Board and Committees including governor appointment details, term of office and attendance record.
 - To consider whether or not to exercise delegation of functions to individuals or committees.
 - To regulate Governing Board procedures, where not set out in law.
 - To agree governor induction and training programme.
 - To review progress against the strategic plan and evaluate Governing Board performance.
 - To consider forming or joining a group of schools.

The following functions will be undertaken by the Federation Head Teacher. This is a legal requirement and the functions cannot be delegated.

- Ensure pupils take part in a daily act of collective worship, though parents do have the option to remove their children from it.
- To carry out appraisal of teaching staff or delegate to members of the leadership team if appropriate.
- To draft the content of the schools' behaviour policy and publicise it to staff and parents
- **The following functions can be undertaken by either the Federation Head Teacher or an individual Governor (except those designated by a blue box), the Full Governing Board, a Committee or a Specific Panel comprised of members of the Full Governing Board.**

- xx** Function cannot be legally carried out at this level
- √ Function could be undertaken at this level
- × Function could legally be carried out at this level but it is not recommended to do so.
- Level 1 Full Governing Board (FGB) or a Specific Panel drawn from its members
- Level 2 A Committee (Pupil Development (PD), Finance & Resources (F&R) or Pay Committee.
- Level 3 An individual Governor
- Level 4 Federation Head Teacher (EHT).

FUNCTION	1	2	3	4	Crossways delegated function
To monitor monthly expenditure	√	√	×	√	EHT/F&R (6 times a year)
To establish a charging and remissions policy	√	√	×	×	F&R
To enter into contracts (FGB to agree financial limits)	√	√	×	√	EHT, F&R or FGB dependent on value
Appoint selection panel for other members of Federation Leadership Team	√	×	×	×	FGB
Appoint other teachers	×	×	×	√	EHT (Governor invited to be part of panel)
Appoint non-teaching staff	×	×	×	√	EHT
Put in place a pay policy	√	√	×	xx	FGB
Make pay decisions in line with the pay policy and legal requirements	×	√	×	√	Pay Committee
Dismissal of Federation Head Teacher	×	√	×	xx	Specific Panel
Initial dismissal of other staff	×	×	×	√	EHT
Suspending Federation Head Teacher	×	√	√	xx	Specific Panel
Suspending staff (except Federation Head Teacher)	×	×	×	√	EHT
Ending suspension (Federation Head Teacher)	√	√	√	xx	Specific Panel
Ending suspension (except Federation Head Teacher)	√	√	√	xx	Specific Panel
Setting the overall staffing structure	√	√	×	×	F&R (Pay Committee)/FGB dependent on grade. Ratified by FGB
To investigate a staff grievance	×	×	√	√	EHT/Chair of Governors (in accordance with relevant policies)

To investigate a complaint	x	x	√	√	EHT/Chair of Governors/Panel (in accordance with relevant policies)
Agree annual action plans and monitor how school premiums are spent, i.e, PE & Sports Premium, Pupil Premium	√	√	x	x	PD (Action Plans) F&R (Finance)
Determining one-off staff payment	√	√	x	x	Specific Panel
Early retirement payment	√	√	x	x	F&R Pay Committee
To produce and maintain a central record of recruitment and vetting checks	x	x	x	√	EHT
Ensure National Curriculum taught to all pupils	√	√	x	√	EHT
To consider disapplication for pupil(s)	x	x	x	√	EHT
To decide which subject options should be taught having regard to resources and implement provision for flexibility in the curriculum (including activities outside school)	√	√	x	x	PD
Establish and review a sex and relationships education policy. GB must decide whether to teach sex education. Ensure parents/carers are informed of their right to withdraw their children	x	x	x	√	EHT
Responsibility for ensuring that provision of religious education meets statutory requirements	√	√	x	√	EHT
To decide whether to provide additional activities and what form these should take	√	x	x	x	FGB
To put in place the additional services provided	x	x	x	√	EHT
To decide whether to stop providing additional activities	√	x	x	x	FGB
To adopt and review teacher appraisal policy	√	√	x	xx	F&R
To appoint panel to carry out appraisal of Federation Head Teacher	√	√	x	xx	FGB
To review all permanent and fixed term exclusions where the pupil is either excluded for more than 15 days in total in a term or would lose the opportunity to sit a public exam. Can be delegated to Chair/Vice-Chair in cases of urgency	x	√	xx	xx	

To appeal against LA directions to admit pupil(s)	x	√	xx	xx	
Buildings Insurance and personal liability. GB to seek advice from LA	√	x	x	xx	F&R
To ensure a Health & Safety policy and procedures are in place	√	√	x	xx	F&R
Ensure that Health & Safety regulations are followed	x	x	x	√	EHT
To publish proposals to change category of school	√	√	x	x	FGB
To consider approach and time scale to academy conversion	√	√	xx	xx	FGB
To decide whether to convert to academy status	√	x	x	x	FGB
To consider forming or joining an existing Multi Academy Trust	√	√	xx	xx	FGB
To consider forming a federation or joining an existing federation	√	√	xx	xx	FGB
To ensure that the school lunch nutritional standards are met	x	x	x	√	EHT
To establish a data protection policy and review it at least every 2 years and register with the Information Commissioners Office	x	√	x	√	FGB
Maintain a register of pupil attendance	x	x	x	√	EHT
To ensure provision of free school meals to those pupils meeting the criteria, including Universal Infant Free School Meals	x	x	x	√	EHT
To determine whether to publish a home school agreement (no longer a statutory requirement)	√	√	x	√	EHT
Overall responsibility for ensuring that statutory requirements for information published on the schools' website, including details of governance arrangements, are met.	√	√	x	x	FGB
To establish, publish and review complaints procedure	√	√	x	x	FGB
To establish and publish a Freedom of Information scheme and ensure the schools comply with it	√	√	x	√	EHT
To appoint and dismiss the Clerk to Governors	√	√	x	x	FGB
To publish and update at least annually a SEND information report (meeting	√	√	x	√	EHT

requirements set out in the SEND Regs 2014					
To designate a qualified teacher to be SENDCO	x	x	x	√	EHT
To appoint a qualified teacher for Looked After Children	x	x	x	√	EHT
To establish an accessibility plan and review it every 3 years	√	√	x	√	F&R
To adopt and review annually a child protection policy and relevant procedures	√	√	x	xx	FGB
To set up and publish a register of governors' business & pecuniary interests	√	√	x	xx	Clerk to FGB
To publish the structure and remit of the Governing Board and any Committees including governor appointment details, term of office and attendance record	x	x	x	√	Clerk to FGB
To submit governor information to the DfE database of governors via Edubase	x	x	x	√	EHT
To approve and set up governors' expenses scheme	√	√	x	x	FGB

Scheme of Delegation

(1) Purchasing Policy

The Purchasing Policy sets out the spending authority in respect of:

Virements

Quoting/estimating for contracts and equipment

Purchasing Cards

Write-offs

(2) Functions delegated to the EHT

Authorising the purchase of items

Authorising of invoices for payment

Certifying travel and expense claims

Authorising petty cash expenditure including cheque signing

Issue of official receipts

Raising of invoices and credit notes

Authorisation to fill a staffing vacancy

Payment of overtime, bonus, time off in lieu

Notification of Sickness

Authorisation of salary adjustments

Approval of Starters & Leavers*

Approval of changes to the Staffing Establishment*

*The EHT signs and completes the necessary paperwork to action the decision of the FGB/Committee reached under its own delegated powers. If the decision relates to the EHT, the Chair of Governors has the delegated authority to sign the paperwork.

1. Changes to this protocol document

- 1.1 Proposed changes to the Protocol must be carried by 50%+1 of the sitting governors at the time of any proposed changes.

2. Composition and Constitution of the Full Governing Board

- 2.1 The Crossways Schools Governing Board was re-constituted on the 1st September 2016.

▪ Federation Head Teacher	1
▪ Elected Staff (from both Schools)	1
▪ Elected Parent (from both Schools)	2
▪ LA Governor	1

Elected Staff Governors mean persons who “are elected as governors by persons who are employed by either the Federation or the LA under contract to work at the Federation or federated school” and “is so employed at the time of the election”.

- 2.2 The Governing Board has elected in their Instrument of Government to have a total membership of 18 governors. Therefore, the Governing Board may co-opt up to a further 13 governors.

- 2.3 In addition to the legal restriction this Governing Board wishes to ensure representation from each constituency. To that end the Governing Board will work to the following principles.

The Governing Board recognises three constituencies:

(A) Staff

(B) Parents

(C) Community, i.e, non-parent and non-staff.

- The Governing Board will co-opt governors such that each constituency is well represented and aims for one third of the allowable Governing Board for each constituency.

The Governing Board recognises that there may be times when the appointment of a suitable candidate to a particular constituency exceeds the one third objective. The appointment of that candidate would be allowed if they bring required skills and experience to the Governing Board. However, this is with the proviso that the total number of governors must not exceed the 18 governors allowed under the Instrument of Government.

However, the total number of Staff Governors (including the EHT) cannot exceed one third of the allowable number of governors on the Board. Currently that means a maximum of 6 Staff Governors.

- The Governing Board wishes to ensure that staff are represented to cover all categories of staff and so will aim to co-opt staff governors, in addition to the elected staff governor, to ensure:

- (i) One teaching governor from each school
- (ii) One support staff governor from each school.

However, if there are no suitable candidates from a particular group (teaching or support staff) where a vacancy exists, it should not preclude the appointment of a suitable candidate from the group that has its target number of governors.

2.4 The Full Governing Board has determined that a maximum of 2 Associate Members may be appointed. These Associate Members will be appointed on the basis of their skills and expertise in relevant sectors to the Schools. Although the Statutory School Governance Procedures do make provision for Associate Members to have some limited voting rights, it has been determined that the Associate Members of the Crossways Schools' Governing Board will have no voting rights but may take part freely in debates and discussions at Full Governing Board meetings and Committee meetings

3. Rights to Call Meetings & Scheduling Meetings

3.1 The Full Governing Board must meet at least three times each school year, the first (autumn) meeting date shall be set at the last meeting of the previous school year. The Full Governing Board will aim to meet five times per year. It will include non-business items reserved for learning, development and strategic planning within the meetings. The new meeting programme shall be confirmed at the first meeting of the new school year. If circumstances dictate, meetings will be held virtually via MS Teams.

3.2 Any three members of the Governing Board may request a meeting by giving written notice to the Clerk that includes a summary of the business to be transacted. It shall be the duty of the Clerk to convene the meeting within ten days following receipt of the request.

3.3 The Clerk must give each Governor and Associate Member written notice of a meeting, a copy of the agenda and any papers to be considered at the meeting at least seven days before the meeting, via email. A sample agenda is provided in Para 11.1 below.

3.4 The Chair may determine a shorter time period for a meeting where it is determined that there are matters demanding urgent consideration. This does not apply in relation to any of the following, which still require seven days' notice.

1. The removal of the Chair or Vice Chair from office
2. The suspension of any governor
3. A decision to serve notice of discontinuance of one or both the schools

3.5 Meetings of the Governing Board shall be convened by the Clerk who takes direction from the Governing Board and the Chair. The Federation Head Teacher will provide items for the agenda for each Committee, as needed.

4. Attendance and Voting at Full Governing Board Meetings

4.1 Governors, Associate Members, the Federation Head Teacher and the Clerk have the right to attend Governing Board meetings. In addition, with the agreement of the Governing Board, any other person will be allowed to attend their meetings.

4.2 Associate Members and other external attendees may be excluded from any part of a meeting when the item of business concerns an individual member of staff or pupil.

4.3 Every question to be decided at a Governing Board meeting must be determined by a majority of votes cast by those Governors present, not including associate members. If there is an equal number of votes, the Chair (or the person acting as Chair) –provided that they are a governor – has a second (or casting) vote. Most of voting will be informal, show of hands or other informal methods of showing agreement.

Disagreements should normally only be resolved by formal vote if it is clear that the Governing Board cannot otherwise settle the issue by the time a decision must be made or to prevent the amount of time devoted to an item to greatly exceed its intrinsic importance.

4.4 Any decision to close one or both Schools will not have effect unless it is confirmed by a Full Governing Board meeting held not less than 28 days after the meeting at which the decision was made. The closure must be listed as an agenda item and seven days' notice of the agenda must be given.

5. Quorum

5.1 The quorum for any Full Governing Board meeting and vote must be one half (rounded up to a whole number) of the complete membership of the Governing Board not including any governor vacancies. Associate Members are not counted for the purposes of achieving quorum.

6. Minutes and Pecuniary Interests

6.1 The Clerk must ensure that minutes are drawn up, approved by the Governing Board and are signed by the Chair at the next meeting. Any amendments will be written on the minutes and each page will be signed by the Chair. Minutes will be approved by the Federation Head Teacher and Chair within two weeks of the meeting and circulated to all governors and members via email.

6.2 At each meeting the Clerk will record details of Governors' input, for example, Governors asked questions about X, Governors asked for additional information on Y, Governors asked the Federation Head Teacher to report back by Z, Governors agreed to consider this matter again meeting before making any further decisions.

6.3 The minutes are the record both of decisions taken or action agreed and of the substance of the discussion. They should not be a verbatim record, but should make clear, in relation to each agenda item, what papers and reports were presented, and what important information was given orally and the main points of discussion, so that the reader can see the basis on which the recorded decisions were taken. The minutes should record clearly not only what action was agreed but also who is to take it and by when.

6.4 Since Governing Boards and Committees take their decisions collectively it is probably unhelpful, and may discourage free discussion, if the minutes identify speakers, unless their status, for example as Chair or Federation Head Teacher, plainly necessitates such identification. If individuals ask for their views to be recorded, the Chair should be prepared to indicate whether they/she/he will accept this

request when they/she/he come/s to approve the draft minutes and should not feel bound to accept this when they/she/he do/does.

The Governing Board is a corporate entity and has a collective responsibility for decision making and the circumstances in which governors should be named are few and include if they/she/he:

- have/has agreed to take responsibility for a specific action
- have/has requested that his/her dissent to a given decision is recorded
- are/is being thanked for a specific contribution

6.5 The Governing Board must make available for inspection to any interested person a copy of the agenda, signed minutes and reports or papers considered at the meeting as soon as reasonably practicable. Information relating to a named person or any other matter that the Governing Board considers confidential does not have to be made available for inspection. The School Business Manager will send out the annual budget and revised budget to be ratified by the FGB.

6.6 An electronically signed copy of the minutes together with all associated documentation will be stored on Teams.

6.7 Governors should withdraw from any meeting in which they have a direct or indirect pecuniary interest. The Clerk can continue to act as clerk unless his/her own appointment, pay or disciplinary action against him/her is under consideration.

6.8 Specific provision is made in the regulations in relation to certain issues, namely:

- i) a person paid to work at the schools is not regarded as having a pecuniary interest if his/her interest is no greater than that of other persons paid to work at the schools;
- ii) a person must withdraw and not vote on his/her own appointment, re-appointment, suspension or removal as a Governor or member of a Committee, or as Clerk, Chair or Vice Chair;
- iii) a person paid to work at the Schools, other than the Federation Head Teacher, must withdraw and cannot vote in relation to the pay or performance appraisal of any particular person working at the Schools. This does not affect general discussions about general policy.
- iv) the Federation Head Teacher must withdraw and cannot vote in relation to their own pay or performance appraisal.

6.9 The general principles on restrictions on persons taking part in proceedings of Governing Board meetings are that:

- i) where there is a conflict between the interests of any person and the interests of the Governing Board, that person should withdraw from the meeting and should not vote;
- ii) in a situation where the principles of natural justice require a fair hearing and there is any reasonable doubt as to persons' / a person's ability to act impartially, they/she/he should also withdraw from the meeting and not vote.

Examples of cases where a fair hearing must be given include decisions relating to staff, pupil discipline or admission of pupils. The restrictions on persons taking part in proceedings do not stop a Governing Board or Committee from allowing someone who can offer relevant evidence to a case in question from giving that evidence.

If there is any dispute as to whether a person must withdraw from a meeting under the regulations on Governing Board Procedures, the other governors present at the meeting must decide on this.

More specific provisions relating to restrictions on taking part in proceedings are set out in the Schedule to the Regulations.

- 6.10** All governors, including associate members, are required to sign a combined form of Declaration of Pecuniary and Business interest, together with a declaration that they have read the Governor Code of Conduct and Keeping Children Safe in Education. The Pecuniary & Business interests of all Governors will be published on the Schools' website. If any individual identifies a potential conflict of interest on the agenda, or from any late items raised, they must declare it and withdraw from that part of the meeting.

7. Appointment, Functions and Removal of Officers and The Chair of the Governing Board

- 7.1** The Chair has a key role on the Governing Board. It is the Chair's responsibility to:

- a) ensure the business of the Governing Board is conducted properly, in accordance with legal requirements;
- b) ensure meetings are run effectively, focusing on priorities and making the best use of time available and ensuring that all members have an equal opportunity to participate in discussion and decision making;
- c) establish and foster an effective relationship with the Federation Head Teacher based on trust and mutual respect for each other's roles. The Chair has an important role in ensuring that the Governing Board acts as a sounding board to the Federation Head Teacher and provides strategic direction.

- 7.2** The Governing Board must elect a Chair and a Vice Chair. The Chair and Vice-Chair will be appointed annually from the full Governing Board's membership. The statutory guidance for maintained schools states that more than one person can be appointed to the role of Chair, if the Board believes that this is in the best interests of the schools.

Governors should be given a reasonable and fair amount of time to submit nominations. Governors standing for election should withdraw from the meeting when a vote is taken. The Clerk will chair that part of the meeting when the election of the Chair takes place. The elected Chair will chair the meeting when the election of the Vice-Chair takes place.

Where circumstances dictate, the elections can be held virtually. The procedure outlined above and in 7.5 below should be maintained. Where candidates are required to leave the meeting, this can be done, for example in Teams, by being placed in a breakout room. Voting by secret ballot can be achieved by votes being sent by email to the Clerk before the meeting. Confirmation that Governors' votes haven't changed can be sought by the Clerk at the meeting

The Federation Head Teacher, any Governor who is a member of staff and pupils at the Schools cannot be elected as Chair or Vice Chair. The Chair and Vice Chair can resign at any time by writing to the Clerk.

- 7.3** If a Governor is elected Chair or Vice Chair and their term of office as a governor is shorter than the term of office determined for the office of the Chair and Vice-Chair, then the Chair's or Vice-Chair's term of office ends when the governor's term of office ends. They can be voted in or co-opted, whichever is applicable, for a further term of 4 years in good time to ensure that the office of Chair or Vice-Chair does not fall vacant.
- 7.4** When the office of Chair or Vice Chair becomes vacant, the Governing Board must elect a new Chair or Vice Chair at the next meeting. If the Chair is absent from a meeting, or if the office of Chair is vacant, the Vice Chair will act as Chair for all purposes.

- 7.5** The Governing Board resolves that the following process will apply to the election of Chair and Vice Chair:
- Governors will be able to submit written nominations prior to the election meeting.
- A Governor can self-nominate for office and does not need to be present at the meeting to be considered.
- Nominee(s) will be asked to leave the room whilst the election process takes place.
- Regardless of the number of nominees for each post, they/he/she will leave the room and the remaining Governors will take a vote by a secret ballot. The Clerk will tally the votes.
- The nominee(s) will return to the meeting.
- The Clerk will announce the result with the nominee polling the majority of votes being duly elected.
- If there is a tie, each nominee will be given the opportunity to speak to the Governors about their nomination and a further vote would be taken.
- If there is still a tie, Governors should discuss the strengths of the nominees further, and another vote will be taken. This process will repeat until a nominee polls a majority of the votes.
- 7.6** The Chair or Vice Chair has the power to carry out functions of the Governing Board if a delay in exercising a function is likely to be seriously detrimental to the interests of the Schools, a pupil at the school, their parents/carers or a person who works at the Schools.
- 7.7** The Governing Board can remove the Chair or Vice Chair from office. A motion to remove the Chair or Vice Chair must be an agenda item for the Governing Board meeting and the agenda must be circulated to Governing Board members seven days in advance of the meeting. 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 she/he withdraws from the meeting and the Governing Board votes on the proposal to remove the Chair or Vice Chair from office.
- 7.8** The Governing Board requires the Chairs of Committee to identify training needs and notify governors of any appropriate training.

8 The Clerk to the Governing Board

A comprehensive list of Clerk's duties is contained in the "Description of Duties" presented to the Clerk when appointed.

- 8.1** The Clerk needs to work effectively with the Chair of Governors, the other Governors and the Federation Head Teacher to support the Governing Board. The Clerk should be able to advise the Governing Board on constitutional and procedural matters, duties and powers. The Clerk is accountable to the Governing Board.
- 8.2** The Governing Board must appoint a Clerk to the Governing Board. Governors, Associate Members and the Federation Head Teacher of the Schools cannot be appointed as Clerk to the Governing Board. The Chair of Governors is line manager of the Clerk.
- 8.3** If the Clerk does not attend a meeting, the Governors present at the meeting can appoint a member of the Governing Board (but not the Federation Head Teacher) to act as Clerk for that meeting.

It is the responsibility of the Clerk of the Governing Board to:

- a) convene meetings of the Governing Board;
- b) attend meetings of the Governing Board and ensure minutes are taken;
- c) maintain a register of members of the Governing Board and report vacancies to the Governing Board;
- d) maintain a register of attendance and report this to the Governing Board; This will be published on the Schools' website
- d) give and receive notices in accordance with relevant regulations;
- e) perform such other functions as may be determined by the Governing Board from time to time.

8.4 The Governing Board can remove their Clerk from office by resolution at a Full Governing Board meeting.

9 Other Governors and Associate Members

9.1 All governors will normally hold a term of office of 4 years.

9.2 In certain prescribed circumstances the Governing Board can decide to suspend a governor for a period up to six months. The Governing Board can only suspend a Governor if one or more of the following grounds apply:

- a) the Governor is paid to work at the schools and is the subject of disciplinary proceedings in relation to his/her employment; or
- b) the Governor is the subject of any court or tribunal proceedings, the outcome of which may be that she/he is disqualified from continuing to hold office as a Governor under schedule 6 of the Constitution Regulations; or
- c) the Governor has acted in a way that is inconsistent with the schools' ethos and has brought or is likely to bring the schools or the Governing Board or his/her office of governor into disrepute; or
- d) the Governor is in breach of his/her duty of confidentiality to the Schools or to the staff or to the pupils.

Further information on procedures for governor suspension is provided in School Governance (Procedures) (England) Regulations 2003.

9.3 Associate Members may serve on any Committee of the Governing Board. Associate Members will be invited to join a Committee dependent upon their particular expertise in a given area. Associate Members will be appointed annually at the first meeting of the Full Governing Board. Associate Members do not have any voting rights at Committee or Full Governing Board meetings.

Associate Members are not Governors and are not included in the Instrument of Government for the purposes of determining the number of Governors allowed.

10 Establishment of Committees

10.1 The Governing Board must determine the membership and proceedings of any Committee. The Governing Board must also review the establishment, terms of reference, constitution and membership of any Committee annually. The terms of reference will provide the detail of delegation of functions. The membership of any

Committee may include Associate Members, provided that a majority of members of the Committee are Governors. Each Committee must have a Chair appointed by the Governing Board. The Governing Board may remove the Chair of a Committee from office at any time.

10.2 The Committees are:

- Finance and Resources
- Pay
- Pupil Development
- Staff Development (This is not a permanent committee. The FGB will decide each year whether or not this committee should stand)

10.3 Statutory Committees / Panels

Issues related to staffing or other matters which require the Governing Board to set up an additional committee or panel, will have its membership decided in accordance with procedures and legislation as and when required by agreement of Full Governing Board.

10.4 The Role of the Chair of a Committee:

To ensure the business of the Committee is conducted properly,
In accordance with legal requirements and the Committee's Terms
of Reference

- To ensure meetings are run effectively, focusing on priorities and making the best use of time available and to ensure that all members have an equal opportunity to participate in discussion and decision-making
- To ensure that decisions that require approval from the Full Governing Board are included in the agenda for the next meeting of the Full Governing Board.

11 Suggested Agenda Items for Full Governing Board

11.1 Welcome

Apologies, Appoint Reporter, Quorum, Fire Regulations

AOB (prior notice to the Chair)

Pecuniary interests

Minutes from last meeting to be confirmed as an accurate record and signed Matters Arising

Federation Head Teacher's report

Chair's report

Staff well-being

Finance and Resources Committee report including finance report and list of decisions taken

Pupil Development Committee report

Staff Development Committee report

Confidential items

Correspondence

New governor training & induction

New governor questions

Governor's visits & training

Items for next agenda

Date of next meeting

List of associated documentation e.g. correspondence, literature, quotes

Other items that may be on the agenda are:

Audits

Policies

Health & Safety report

Awards attained

Training

Child Protection

Presentations

12. Governors with Special Responsibilities

12.1 Governors can elect to adopt the role of having special responsibilities for SEND, Safeguarding, Pupil Premium, Children's Mental Health & Well Being and Health & Safety, Whistleblowing, Computing, GDPR

13. Mechanism for Authorisation of Spending

Follow the procedures set out in the Schedule of Delegated Authority. This is Appendix B of the Terms of Reference of the Finance & Resources Committee.

This Protocol Document and The Governor Code of Conduct were approved at the FGB meeting dated

16 September 2021.

Emma Aiken-Jones

Chair of Governors



The Governing Board agree that these documents will be reviewed annually, upon significant changes to the law or as needed and it will be endorsed by the whole Governing Board.

To be reviewed in Term 1 2022.

THE CROSSWAYS SCHOOLS
GOVERNOR CODE OF CONDUCT

The Governing Board has the following four strategic functions:

Establishing the strategic direction, by:

- Setting and ensuring clarity of vision, ethos, values and objectives for the schools.
- Agreeing the School Development Plans with priorities and targets.
- Meeting statutory duties.

Ensuring accountability by:

- Appointing the Federation Head Teacher.
- Monitoring the educational performance of the Schools and progress towards agreed targets.
- Performance Management of the Federation Head Teacher.
- Engaging with stakeholders
- Contributing to Schools' self-evaluation.

Overseeing financial performance by:

- Setting the Schools' budget.
- Monitoring spending against the budgets
- Ensuring money is well spent and value for money obtained
- Ensuring risks to the Schools are managed.

Ensure that all stakeholders get their voices heard by:

- Gathering the views of pupils, parents and carers and staff and reporting the results.
- Reaching out to the Schools' wider community and inviting them to play their part.
- Using the views of stakeholders to shape the Schools' culture and the underpinning strategy, policies and procedures.

As individuals on the Governing Board we agree the following:

Role and Responsibilities

- We understand the purpose of the Governing Board and its strategic role and is not involved in the day to day running of the Schools.
- We will work in co-operation with one another, as equals, as members of a team.
- New Governors will have a "buddy" appointed to offer support.
- We accept that we have no legal authority to act individually, except when the Governing Board has given us delegated authority to do so, and therefore, we will only speak on behalf of the Governing Board when we have been specifically authorized to do so.
- We accept collective responsibility for all decisions made by the Governing Board and will not speak against majority decisions outside the Governing Board (FGB and Committee) meetings. This collective responsibility extends to when we speak or write formally even if the decisions of the Governing Board are against our personal beliefs.
- We have a duty to act fairly and without prejudice and, in so far as we have responsibility for staff, we will fulfil all that is expected of a good employer.
- We will encourage open governance and will act appropriately.
- We will consider how our decisions may affect the community and other schools.
- We will always be mindful of our responsibility to maintain and develop the ethos of our schools. We will uphold the Schools' reputation in our private communications including on social media. Our actions within the Schools and the community will reflect this.
- In making or responding to criticism or complaints we will follow the procedures established by the Governing Board.
- We will be a critical friend to the Federation Head Teacher whilst holding her/him to account, in a respectful and constructive way, for the educational performance of the Schools.

- We will accept and respect the differing roles between the Governing Board and staff, ensuring that we work collectively for the benefit of the Schools.
- We will respect the role of the Federation Head Teacher and the Federation Leadership Team and their responsibility for the day-to-day management of the Federation and avoid any actions that might undermine such arrangements.
- We agree to adhere to the Schools' rules and policies and procedures of the Governing Board as set out by the relevant governing documents and law.
- We will avoid, as far as possible, becoming involved in any communication which may lead to a conflict of interest with the role of the Governing Board.

Commitment

- We acknowledge that accepting office as a Governor involves the commitment of significant amounts of time and energy.
- We will each involve ourselves actively in the work of the Governing Board and accept our fair share of responsibilities, including being a link governor and service on committees, working groups, appeals and complaints panels.
- We will make full efforts to attend all meetings and where we cannot attend, explain in advance why we are unable to.
- We will attend the meetings prepared having read the papers in advance and ready to make a positive contribution and observe protocol.
- We will get to know the Schools well and respond to opportunities to involve ourselves in school activities.
- We will visit the Schools by prior arrangement with the Federation Head Teacher. They will be undertaken within the framework established by the Governing Board.
- When visiting the Schools in a personal capacity, for example, as a parent or carer, we will maintain our underlying responsibility as a Governor.
- We will consider seriously our individual and collective need for induction (the Clerk will provide all relevant paperwork to new governors), training and development and will undertake relevant training to increase knowledge on an on-going basis.
- We accept that in the interests of open governance, our full name, date of appointment, terms of office, roles on the Governing Board, attendance records, business and pecuniary interest, category of Governor and the body responsible for appointing us will be published on the Crossways Schools' website.
- In the interests of transparency, we accept that information relating to governors will be collected and logged on the DfE's national database of Governors.

Relationships

- We will strive to work as a team in which constructive working relationships are actively promoted
- We will express views openly, courteously and respectfully in all our communications with other Governors, staff and the Clerk both in and outside meetings.
- We will support the Chairs (FGB and Committees) in their role of ensuring appropriate conduct both in and out of meetings.
- We will confront malpractice by speaking up against and bringing it to the attention of the relevant authorities any decisions and actions that conflict with the Seven Principles of Public Life (see Annex below) or which may place pupils at risk.
- We are prepared to answer queries from other Governing Board members in relation to delegated functions and take into account any concerns expressed and we will

acknowledge the time, effort and skills that have been committed to the delegated function by those involved.

- We will seek to develop effective working relationships with the Schools' leadership, staff, parents and carers, the Local Authority, the community and other relevant agencies.

Confidentiality

- We will observe complete confidentiality when matters are deemed confidential or where they concern specific members of staff or pupils both in and out of school.
- We will exercise the greatest prudence at all times when discussions regarding school business arise outside a Governing Board meeting.
- We will not reveal the details of any Governing Board vote.
- We will ensure all confidential papers are held and disposed of appropriately.

Conflicts of Interest

- We will record any pecuniary or business interest, including those related to people we are connected with, that we have in connection with the Governing Board's business. If any such conflicted matter arises in a meeting we will offer to leave the meeting for the appropriate length of time. We accept that these records will be published on the Crossways Schools' website.
- We will declare any conflict of loyalty at the start of any meeting.
- We will act in the best interests of the Schools as a whole and not as a representative of any group or individual even if elected by them to the Governing Board.

Ceasing to be a Governor

- We understand that the requirements relating to confidentiality will continue to apply after a Governor leaves office.

Breach of this Code of Conduct

- If we believe that this Code has been breached, we will raise the issue with the Chair of Governors who will investigate. The Governing Board will only use suspension/removal as a last resort after seeking to resolve, in a constructive way, any difficulties or disputes.
- Should it be the Chair of Governors that we believe has breached the Code, another Governing Board member will investigate.

ANNEX

Background:

The Seven Principles of Public Life were originally published by the Nolan Committee.

The Committee on Standards in Public Life was established by the then Prime Minister, Harold Wilson, in October 1974 under the Chairmanship of Lord Nolan, to consider standards of conduct in various areas of public life, and to make recommendations.

THE SEVEN PRINCIPLES OF PUBLIC LIFE

- (1) **Selflessness-** Holders of public office should act solely in terms of the public interest.
- (2) **Integrity-** Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.
- (3) **Objectivity-** Holders of public office must act and take decisions impartially, fairly, and on merit, using the best evidence and without discrimination or bias.
- (4) **Accountability-** Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.
- (5) **Openness-** Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.
- (6) **Honesty-** Holders of public office should be truthful.
- (7) **Leadership-** Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.