



# VANGUARD LEARNING TRUST STANDING ORDERS

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## What are Standing Orders and why are they important?

The requirement for school governing bodies is set out in law and their roles and responsibilities are also defined in law. All school governors should be aware of their role and understand the legal responsibilities that accompany the role. Governors should also be aware of where their role sits in relation to the responsibilities of the Headteacher and the Board of Trustees.

Governing body procedures must comply with the School Governance (Roles, Procedures and Allowances) (England) Regulations 2016. In addition, the local governing bodies of each school within the Trust are governed by:

- The Articles of Association of Vanguard Learning Trust (VLT or the Trust);
- The Master and Local Funding Agreements for the Trust; and
- The Scheme of Delegation for the Trust;

While these regulations provide a basic framework each local governing body also needs to agree more detailed ways of working to ensure that business is conducted efficiently and the rules and ways of working are applied consistently and fairly. These Standing Orders document how the local governing bodies will operate and conduct themselves.

### 1. Chair and Vice-Chair of Local Governing Bodies

- 1.1. At the first meeting in every other school year, the local governing body of each school will elect from among its number a Chair and Vice-Chair, whose term of office will be two years. A governor who is employed by Vanguard Learning Trust (the Trust) shall not be eligible for election as Chair or Vice-Chair.
- 1.2 The following election process will be followed for both the Chair and the Vice-Chair:
  - a) Notice of the requirement to hold an election for the Chair or Vice-Chair of Governors to be raised in the full governing body prior to the full governing body meeting where the election will be held;
  - b) Two weeks before the meeting, the Clerk will send an application form to each member of the governing body (who is not employed by the Trust), for self-nomination;
  - c) Nominations forms to be received by the Clerk no later than eight days before the meeting at which the election(s) will be held;
  - d) The Clerk will ensure that the nomination forms are sent to governors as part of the agenda for the meeting at which the election(s) will be held;
  - e) The election of the Chair and the Vice-Chair will appear as agenda items;
  - f) If the election of the Chair or Vice-Chair is contested, the election of the Chair and Vice-Chair will be held by secret ballot and conducted by the Clerk;
  - g) Only those governors present at the meeting are eligible to vote and every governor has one vote. This includes any governors participating by video or telephone link; Due to technological restrictions, a video/telephone participant may either email the Clerk with their vote or abstain from voting;
  - h) The governor who receives the highest number of votes will be elected as Chair;
  - i) In the event of a tie, each candidate will be given the opportunity to speak to the governors about their nomination and a further vote will be taken
  - j) If there is no clear winner, the two nominations with the highest number of votes will draw lots. The winner will be declared Chair; and
  - k) The Chair of Governors will conduct the election for Vice-Chair in the same manner as that for Chair of Governors.

- 1.3 If nobody has indicated a willingness to stand for office of Chair, the meeting will elect a person to Chair that meeting only. Governors will be asked to consider standing for office and the election of Chair will be an agenda item at the next full meeting of the local governing body. If at that next meeting no one is willing to stand for Chair, the Clerk will inform the Trustees of the situation and the Board of Trustees will appoint a Chair for a period of time they deem necessary. Every attempt will be made to appoint a Chair from within the local governing body concerned but Trustees may determine to appoint a Chair from another local governing body within the Trust.
- 1.4 The Clerk will take the Chair when the Chair is being elected. Otherwise the Chair will conduct all meetings of the local governing body except that in his/her absence, the Vice-Chair will take the Chair.
- 1.5 The election of the Chair and Vice-Chair will be ratified by the Board of Trustees at their first meeting following the election.
- 1.6 If both the Chair and Vice-Chair are absent from a meeting, the local governing body will elect a Chair for the meeting. The governor elected shall not be a person who is employed by Vanguard Learning Trust.
- 1.7 If the Chair resigns, or has to relinquish the office for any reason, the Vice-Chair will act as Chair until a successor is appointed at the next meeting of the local governing body. The election of Chair will be a specific item of business on the agenda for that meeting.
- 1.8 If the Vice-Chair resigns, or has to relinquish the office for any reason, a successor will be appointed at the next meeting of the local governing body.
- 1.9 If both the Chair and Vice-Chair resign, or have to relinquish their offices for any reason, the local governing body will elect their successor(s) at their next meeting.
- 1.10 The Chair or Vice-Chair of Governors can be removed from office in accordance with the process outlined in Articles of Association Nos: 90, 91 and 92 for the removal of the Chair of the Board of Trustees. A written motion to remove the Chair or Vice-Chair must be an agenda item for a local governing body meeting and must be confirmed by resolution at the follow up meeting held not less than 14 days after the first 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. At least two members of the Board of Trustees must be present at both meetings.
- 1.11 The decision to remove the Chair must be ratified by the Board of Trustees as soon as is practical to do so.
- 1.12 The Board of Trustees has the authority to remove the Chair and Vice-Chair at any point and to appoint their successors.
- 1.13 The Board of Trustees reserves the right to appoint the Chair and/or Vice-Chair of Governors of a failing school for a period that they deem necessary.
- 1.14 The Board of Trustees is keen to develop the skills and abilities of the local governing body and therefore the Chair and Vice-Chair of Governors may serve a maximum of 2 terms of office, subject to re-election. If, after 2 meetings of the local governing body, there is no one willing to take on the role of Chair of Governors, the Clerk to the Governors must bring this matter to the attention of the Board of Trustees who will decide how the issue should be resolved.

## 2. Calendar of Meetings

- 2.1 The local governing body will meet at least three times in each school year, preferably termly.
- 2.2 Sub-committees will meet at a frequency determined by the local governing body.
- 2.3 The local governing body will agree its meetings dates, including those of any sub-committee and/or working groups, on an annual basis at the last meeting preceding the summer term.
- 2.4 Vanguard Learning Trust shall hold an Annual General Meeting of members every year in addition to any other meetings in that year. Governors do not have the automatic right to attend the AGM.

## 3. Timing and Duration of Meetings

- 3.1 Meetings will start at times that are acceptable to the local governing body and will be limited to 2 hours duration, except in exceptional circumstances.
- 3.2 Where the business has not been completed within the agreed time, those governors present may resolve to continue the meeting in order to deal with the business notified on the agenda or to make arrangements for a further meeting to complete the business.
- 3.3 A meeting may be discontinued at any time if the governing body so resolves.

## 4. Quorum

- 4.1 The quorum for all business at local governing body meetings is at least half of all governors in post at the time. For sub-committee meetings, the quorum is three governors. This provision applies to every part of the meeting.
- 4.2 A meeting will be discontinued if it becomes inquorate.
- 4.3 If a meeting is inquorate or discontinued for any reason, any items remaining of the agenda will be placed on the agenda of a subsequent meeting.

## 5. Withdrawal from meetings

- 5.1 Governors will be required to withdraw from a meeting under circumstances set out in the Declarations of Interest contained within Annex 5 of the Trust's Combined Finance Policy.
- 5.2 If there is a dispute about a person attending a governing body meeting being required to withdraw, the matter of withdrawal shall be determined by the local governing body.

## 6. Clerk to the Governors

- 6.1 The local governing body shall appoint a Clerk (or secretary) to the local governing body for such term; at such remuneration and upon such conditions as they may think fit. The Clerk shall not be a governor or a head teacher.
- 6.2 Should the Clerk not attend a meeting at short notice, then a governor, but not the head teacher, can act as Clerk for that meeting.
- 6.3 All the meetings will be convened by the Clerk, in accordance with arrangements made by the local governing body, but subject to:
  - a) any direction from the Chair where the matter is urgent; and

- b) any requisition signed by three governors.
- 6.4 The Clerk can be removed as Clerk to the governing body by a resolution of the local governing body.

## 7. Notice of Meetings

- 7.1 Written notice of meetings, together with the agenda, will be sent to arrive seven clear days before the meeting, except where the Chair calls an urgent meeting at short notice.
- 7.2 In the first six months of the transition to an expanded Trust, the period of notice of the meeting may be reduced to six clear days.
- 7.3 Non-receipt of notice of a meeting will not invalidate the meeting.
- 7.4 Copy of the agenda for every meeting, the draft minutes of every such meeting (if they have been approved), the signed minutes and any report, document or other paper considered will be made available at the school, at all reasonable times, for inspection by anyone wishing to see them. The Clerk must be informed of such requests and will take the necessary steps to protect sensitive information and discussions, e.g. names of students or teachers.
- 7.5 Any governor shall be able to participate in meetings of the governors by telephone or video conference. (Providing at least 48 hours' notice of their intention is given and that governors and the school have access to appropriate equipment).
- 7.6 Any three governors may, by notice in writing given to the Clerk, requisition a meeting of the local governing body; and it shall be the duty of the Clerk to convene such a meeting as soon as is reasonably practicable.

## 8. Agendas

- 8.1 The agenda will be prepared by the Clerk in accordance with any determination of the local governing body and in consultation with the Chair and the head teacher.
- 8.2 Any governor may place an item on the agenda by writing to the Clerk providing the notice to the Clerk adheres to the timescales detailed in 7.1 and 7.2 above.
- 8.3 Papers that inform agenda items will be sent to governors with the agenda. Where supporting papers are not received by 12 noon on the eighth day before a meeting, the relevant items will be removed from the agenda.
- 8.4 Where there is a time critical need for the meeting to discuss a late paper, the item may be re-instated subject to the approval of the Chair of the meeting.

## 9. Late Items/Any Other Business

- 9.1 The agenda for local governing body meetings will not normally include provisions for late items/any other business but an opportunity will be provided for items to be identified for inclusion on the agenda of the next meeting.

## 10. Suspension of Governors

- 10.1 The local governing body may by resolution suspend a governor for all or any meetings of the local governing body, or of a sub-committee, for a fixed period of up to six months on one or more of the following grounds:

- a) that the governor, being a person paid to work at the school, is the subject of disciplinary proceedings in relation to his/her employment;
  - b) that the governor is the subject of proceedings in any court or tribunal, the outcome of which may be that he/she is disqualified from continuing to hold office as a governor under the articles of association;
  - c) that the governor is in breach of any of the provisions of the code of practice which the local governing body believes has, or could, bring the office of school governor into disrepute;
  - d) that the governor has acted in a way that is inconsistent with the ethos of the school and Vanguard Learning Trust and has brought or is likely to bring the school, the local governing body, the Trust or his/her office into disrepute; or
  - e) that the governor is in breach of his/her duty of confidentiality to the school, the Trust or to any member of staff or to any pupil at the school.
- 10.2 A resolution to suspend a governor from office shall not have effect unless the matter is specified as an item of business on the agenda for the meeting of which notice has been given in accordance with the articles of association. The Chair will inform the Chair of the Board of Trustees of the impending discussion and vote.
- 10.3 Before a vote is taken on a resolution to suspend a governor, the governor proposing the resolution shall at the meeting state his reasons for doing so. The governor who is the subject of the resolution shall then be given the opportunity to make a statement in response before withdrawing from the meeting.
- 10.4 Nothing in this regulation shall be read as affecting the right of a governor who has been suspended to receive notices of, and agendas and reports or other papers, for meetings of the governing body during the period of his suspension.
- 10.5 In the event of a governor being suspended the Chair of the local governing body will immediately inform the Board of Trustees of the outcome of the vote in order for their immediate ratification of the local governing body's decision.

## 11. Governors' Expenses

- 11.1 The local governing body will adhere to the Trust's policy on the payment of expenses of governors in accordance with the Trust's Finance Policy.

## 12. Attendance

- 12.1 A record will be kept of all persons attending a meeting of the local governing body or any of its sub-committees.
- 12.2 The time of arrival and/or departure of any governor not in attendance throughout any meeting will be recorded in the minutes.
- 12.3 Apologies for absence should be sent to the Clerk as soon as possible in advance of the meeting. Where a governor sends an apology for absence with reason, the governing body will decide whether to 'consent' to the absence and the Clerk will record the decision in the minutes. If apologies are not submitted they will be deemed to have not been accepted and the governor will be deemed to be absent. (A copy of the approved draft minutes will be sent as soon as possible to the governor concerned.)

- 12.4 If a governor is absent without the permission of the local governing body from all their meetings held within a period of six months he/she shall automatically cease to hold office and the local governing body shall be asked to resolve that his/her office be vacated.
- 12.5 In the absence of the Headteacher, a deputy headteacher will attend in his/her absence.
- 12.6 The deputy headteacher(s) will be invited to attend every meeting of the local governing body as an observer, unless he/she is a staff representative on the governing body.
- 12.7 The local governing body will agree and review a protocol on observers to the local governing body meetings at the start of each academic year.

### 13. Minutes of Meetings

- 13.1 The minutes of meetings will be drawn up on consecutively numbered pages, each page signed and dated as a true record.
- 13.2 Any dissenting views will be recorded in the minutes of the meeting, if that is the wish of one or more governors present.
- 13.3 Action will be taken on the basis of decisions and need not await the approval of the minutes of the next meeting.
- 13.4 As soon as is practically possible the Clerk will send the draft minutes to the Chair for checking, with copies to the Headteacher for information.
- 13.5 Copies of the approved draft minutes will be sent to all members of the local governing body as soon as cleared by the Chair but no later than ten working days following the meeting.
- 13.6 The minutes of each meeting will be considered for approval or amended at the next meeting and, once approved by the local governing body as a true record, will be signed and dated by the Chair.
- 13.7 The minutes of any sub-committee or working party, where the draft minutes have been agreed by the Chair of the meeting, will be presented to the next full meeting of the local governing body.
- 13.8 Those matters, which the local governing body determines shall remain confidential, will be minuted separately and such minutes will not be made publicly available. Such information may include, but is not limited to:
  - a) personal information or any material relating to current or prospective staff, students or members of the Trust or the Clerk;
  - b) sensitive commercial or business information which would be disadvantageous to the Trust to release;
  - c) information relating to negotiation on employment relations' matters;
  - d) legal advice on sensitive or confidential matters; and
  - e) any other information which, by reason of its nature, the local governing body is satisfied should be dealt with on a confidential basis
- 13.9 The minutes of confidential meetings will only be made available to the meeting attendees who participated in the confidential discussions.
- 13.10 Approved draft minutes, and subsequently the approved minutes, will be made available at the school, at all reasonable times, for inspection by anyone wishing to see them.

- 13.11 Approved draft minutes, and subsequently the approved minutes, will be made available at the school, at all reasonable times, for inspection by anyone wishing to see them. The Clerk must be advised that a member of the public requires access to the documents and he/she will take appropriate action to redact confidential items

## 14. Confidentiality of Proceedings

- 14.1 Details of any dispute, discussion or disagreement should remain confidential to those present at the meeting.

## 15. Correspondence

- 15.1 All incoming correspondence, excluding any concerning a complaint, is for the attention of the whole governing body. Significant items will be presented to each meeting of the local governing body, including any upon which the Chair has already taken urgent action, so that the need for, and the nature of, any action may be decided or confirmed.
- 15.2 The local governing body will determine by resolution who should write letters on behalf of the local governing body.
- 15.3 All correspondence should be addressed to the Clerk or the Chair.

## 16. Information and Advice

- 16.1 The head teacher has a statutory duty to keep the local governing body fully informed, and will present a written report to each termly meeting of the local governing body.
- 16.2 The local governing body and its sub-committees will identify any additional information on which they require information and the head teacher will, within a reasonable period of time, make that information available to governors.
- 16.3 Where important information required by the local governing body is given orally, it will be recorded in the minutes in appropriate detail.
- 16.4 Where information required by the local governing body is not readily available, reasonable time will be given for its production.
- 16.5 Where expertise is needed but not available within the local governing body, the local governing body may consider either appointing an appropriately qualified person as a non-governor to attend meetings or appoint that person as a co-opted governor for a fixed period of time up to four years.
- 16.6 All governors should have a working knowledge of the Governors' Handbook (the latest addition) and the Academies Financial Handbook (the latest addition).
- 16.7 Governors shall inform the Clerk as soon as possible of any change in their personal contact details, pecuniary and personal interests or their eligibility to continue to serve as a governor.
- 16.8 The Clerk shall update any relevant government organisation or providers of governor support services, e.g. The National Governors Association and The Key for School Governors, of any changes or updates to the local governing body membership on a termly basis.

## 17. Discussion and Debate

- 17.1 The Chair will ensure that meetings are run effectively, focusing on priorities and making the best use of time available and ensuring that all governors enjoy equality of opportunity to express their views.
- 17.2 Local governing bodies will receive, and may debate at the discretion of the Chair, decisions on matters that have been delegated to a sub-committee or individual. Decisions will be recorded in the minutes.
- 17.3 Recommendations received from working groups will be recorded in the minutes, together with any related local governing body resolution.
- 17.4 Dissenting views will be recorded in the minutes if that is the wish of one or more governors.

## 18. Decision Making

- 18.1 Members of the local governing bodies recognise that all decisions must be made by the local governing body unless an individual or a sub-committee has been delegated to deal with a specific issue.
- 18.2 All matters will be decided by a majority of the votes of the governors present and every governor has one vote. This includes any governors participating by video or telephone link. In the event of a tie, the Chair has a casting or second vote.
- 18.3 Voting in the election of the Chair or Vice-Chair where there is a contest will be held by secret ballot. Otherwise voting will ordinarily be by a show of hands, unless one or more governors request a secret ballot. There is no second or casting vote in the election of Chair.
- 18.4 The local governing body and its sub-committees are empowered to make such decisions that fall within the remit of their delegation of authority and within the limit of their agreed budget for the year.
- 18.5 Decisions that fall outside of 18.4 must be referred to the Board of Trustees or the appropriate trustees' committee for discussion and agreement.
- 18.6 Decisions of the local governing body are binding upon all its members.
- 18.7 The number of votes for and against a proposal will be shown in the minutes along with the number of abstentions.
- 18.8 Decisions of the local governing body may only be amended or rescinded at a subsequent meeting of the local governing body when the proposal to amend or rescind appears as a specific agenda item.
- 18.9 Notwithstanding 18.7 the Board of Trustees has the authority to overturn any decision of the local governing body and its sub-committees.
- 18.10 A resolution in writing, signed by all the governors entitled to receive notice of a meeting of the local governing body or of a sub-committee of the local governing body, shall be valid and effective as if it had been passed at a meeting of governors or (as the case may be) a sub-committee of the local governing body duly convened and held. Such a resolution may consist of several documents in the same form, each signed by one or more of the governors.

## 19. Urgent Action

- 19.1 The Chair or in his/her absence the Vice-Chair, has the authority to take urgent action between meetings where:
- a) a delay in dealing with a matter would be seriously detrimental to the interest of the school, a pupil, his/her parents, or a member of staff; and
  - b) a meeting could not be called in sufficient time to deal with the matter.
- 19.2 If the Chair takes any urgent action between meetings, the facts will be reported to the next meeting of the governing body.
- 19.3 Any sub-committee has the authority to take urgent action between meetings in accordance with 19.1 above.

## 20. Public Statements

- 20.1 Public statements on behalf of the local governing body will be made only by the Chair or those delegated to make them.

## 21. Access to Meetings of the Local Governing Body

- 21.1 Apart from governors, the only people entitled to attend all full governing body and sub-committee meetings are the Headteacher and the Clerk except where there may be a conflict of interest to do so.
- 21.2 When the Headteacher is absent, the deputy head teacher will attend in his/her place but will have no vote unless appointed as acting head teacher in the long-term absence of the head teacher.
- 21.3 The local governing body will decide who, other than those entitled to attend, may be admitted to a meeting and which of its meetings, if any, will be open to parents or the public.
- 21.4 If the meeting is to be opened to parents or the public reasonable notice will be given.
- 21.5 The Headteacher may invite officers (deputy head teacher, operations manager, head of department etc.) of the academy to attend meetings on an occasional or regular basis. All officers are there in an advisory role and have no voting rights, unless they have an additional role such as staff governor. Officers of the academy may be required to leave a meeting where matters of a confidential nature relating to individual staff or pupil are discussed
- 21.6 The local governing body can require any non-governor present at a meeting to leave at any time.
- 21.7 The deputy head teacher will be invited to attend meetings of the local governing body as part of his/her professional development.

## 22. Pecuniary / Personal Interests & Conflicts of Interest

- 22.1 The Trust will create annually a register of business, pecuniary and personal interests of its members, trustees, governors, officers of the Trust and the senior leadership teams at each school. Each person will be asked to complete and sign the Trust's 'Declaration of Interest' form (an annex to the trust's Finance Policy). This is the responsibility of the Clerk. This should be available at the school for inspection.

- 22.2 Governors will draw attention as appropriate to any pecuniary or other personal interest (including those related to people they are connected with) they have whether that interest has previously been registered or not.
- 22.3 The Clerk to the Board of Trustees will annually update the central 'Register of Business Interests' which will be published on the Trust's website.
- 22.4 Anyone who is ordinarily entitled to attend local governing body or sub-committee meetings (that is governors or head teacher) must withdraw and not vote on the issue if:
- a) there could be conflict between the interest of that person and the interests of the local governing body; or
  - b) where a fair hearing must be given and there is reasonable doubt about the individual's ability to act impartially on any matter.
- 22.5 The Clerk shall withdraw from that part of any meeting of the local governing body, or any of its sub-committees, at which the Clerk's remuneration, conditions of service, conduct, performance, suspension, dismissal or retirement in the capacity of Clerk are to be considered.
- 22.6 All governors must declare conflicts of interest in accordance with the Articles of Association as if they were Trustees of the Trust.

## 23. Complaints and Staff Discipline

- 23.1 The local governing body will follow Vanguard Learning Trust procedures for dealing with general and curriculum complaints.
- 23.2 The local governing body will follow Vanguard Learning Trust procedures for dealing with staff discipline matters and staff grievances.

## 24. Delegation of Functions

- 24.1 The local governing body stresses that no action may be taken by an individual governor unless authority to do so has been delegated formally by resolution of the governing body or by resolution of the Board of Trustees.
- 24.2 In order to ensure the most efficient use of time and resources, and in some cases to ensure absolute property, the local governing body will:
- a) delegate work to sub-committees with the power to make decisions on behalf of the governing body;
  - b) delegate work to individual members of the local governing body and/or the head teacher; and
  - c) set-up working groups to provide information and/or make recommendations to the governing body.
- 24.3 The arrangements for delegating functions will be reviewed annually by the full governing body.
- 24.4 All tasks delegated to sub-committees, working parties or individuals must be recorded in the minutes and any other planner or actions log that the local governing body deems necessary.
- 24.4 In delegating functions to individuals, the local governing body will have regard to Vanguard Learning Trust's Scheme of Delegation.

## 25. Sub-Committees

- 25.1 The local governing body will agree the structure of its sub-Committees annually. The sub-committees will have delegated authority to make decisions on behalf of the local governing body strictly in accordance with the Vanguard Learning Trust's Scheme of Delegation.
- 25.2 When establishing sub-committees, the governing body will ensure compliance with the Articles of Association and Scheme of Delegation and will:
- a) determine the membership (including non-governors where permitted and appropriate);
  - b) allow the sub-committee to elect its Chair;
  - c) establish and record terms of reference;
  - d) review the terms of reference annually;
  - e) decide whether or not to confer voting rights on any or all non-governors;
  - f) allow the sub-committees to determine their own timetables within given limits;
  - g) determine arrangements for reporting back; and
  - h) review the need for, and the membership of, sub-committees annually.
- 25.3 The local governing body will establish sub-committees for the following purposes:
- a) staff appeals (pay, discipline and grievance) except where the appeal is made against the Headteacher when the Board of Trustees will hear the appeal;
  - b) pupil disciplines (exclusions);
  - c) staff matters (pay, discipline and grievance) except where the appeal is made against the Headteacher when the Board of Trustees will hear the appeal; and
  - d) complaints except where the complaint is made against the Headteacher when the Board of Trustees will hear the appeal.
- 25.4 The Headteacher has the right to attend sub-committee meetings subject to the statutory rules on withdrawal.
- 25.5 All sub-committees and individuals with delegated powers will report to the next meeting of the local governing body about any decisions made or action taken.
- 25.6 All sub-committees with delegated powers will keep formal minutes, and copies will be presented to the next meeting of the governing body.
- 25.7 At the first meeting of the school school year, the members of each sub-committee will elect from among its number a Chair and Vice-Chair, whose term of office will be one year. A governor who is employed by the Trust shall not be eligible for election as Chair or Vice-Chair.
- 25.8 All meetings of sub-committees will be Clerked by the Clerk to the Governors.

## 26. Working Groups

- 26.1 In establishing working groups the local governing body will:
- a) determine the membership, including non-governors, and the method of appointing the Chair;
  - b) allow working groups to determine their own timetables within given limits; and
  - c) determine procedures for reporting back.
- 26.2 The head teacher has the right to attend any meeting of any working group.
- 26.3 Working groups established for specific purposes will be disbanded when their work has been completed.

- 26.4 All working groups will present a report, including recommendations where appropriate, to the next meeting of the governing body.

## 27. Safeguarding Pupils

- 27.1 The Vanguard Learning Trust shall comply with the requirements of the Education (Independent School Standards) (England) Regulations 2016 (or such other regulations as may for the time being be applicable) in relation to:
- a) carrying out enhanced disclosure and barring checks;
  - b) obtaining enhanced criminal records certificates; and
  - c) making any further checks, as required and appropriate for all governors and the Clerk to the governing body.
- 27.2 Governors will comply with the Trust's central and local Safeguarding Policies.
- 27.3 Governors will comply with the Trust's IT Acceptable use policy and will annually sign the declaration of conformity. The Clerk will retain the signed declarations for filing in school.
- 27.4 Governors will not use personal digital cameras or camera phones to create or transfer images of students without the express permission of a member of the SLT. The exception being if the students are family members.
- 27.5 Each local governing body shall nominate a governor with responsibility for safeguarding and who shall undertake regular visits to the school and report to the local governing body on his/her findings.

## 28. Code of Conduct

- 28.1 Every governor will be required to sign the Code of Conduct declaration at first appointment and each subsequent year of appointment at the start of the autumn term.
- 28.2 The Code of Conduct documents the:
- a) role and responsibilities of a governor;
  - b) commitment;
  - c) relationships;
  - d) confidentiality;
  - e) conflicts of interest;
  - f) breaches of the code; and
  - g) 7 Principles of Public Life.

## 29. Disqualification, Resignation and Removal of Governors

- 29.1 A Governor shall cease to hold office if he resigns his office by notice to the Clerk;
- 29.2 A Governor shall cease to hold office if he is removed by the person or persons who appointed him. This article does not apply in respect of a parent governor;
- 29.3 Co-opted governors may be removed by a resolution of the local governing body provided that no co-opted governor may vote on the removal of another co-opted governor;
- 29.4 Community governors may be removed by a resolution of the Governing Body;
- 29.5 Where a Governor resigns his office or is removed from office, the Governor or, where he is removed from office, those removing him, shall give written notice thereof to the Clerk;

- 29.6 No person shall be qualified to be a Governor unless he is aged 18 or over at the date of his election or appointment. No current pupil of the Academy shall be a Governor.
- 29.7 A Governor shall cease to hold office if he becomes incapable by reason of mental disorder, illness or injury of managing or administering his own affairs.
- 29.8 A Governor shall cease to hold office if he is absent without the permission of the Governors from all their meetings held within a period of six months and the Governors resolve that his office be vacated.
- 29.9 A person shall be disqualified from holding or continuing to hold office as a Governor if:
- a) his estate has been sequestrated and the sequestration has not been discharged, annulled or reduced; or
  - b) he is the subject of a bankruptcy restrictions order or an interim order.
- 29.10 A person shall be disqualified from holding or continuing to hold office as a Governor at any time when he is subject to a disqualification order or a disqualification undertaking under the Company Directors Disqualification Act 1986 or to an order made under section 429(2)(b) of the Insolvency Act 1986 (failure to pay under county court administration order);
- 29.11 A governor shall cease to hold office if he ceases to be a governor by virtue of any provision in the Companies Act 2006 or is disqualified from acting as a trustee by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision);
- 29.12 A person shall be disqualified from holding or continuing to hold office as a governor if he has been removed from the office of charity trustee or trustee for a charity by an order made by the Charity Commission or the High Court on the grounds of any misconduct or mismanagement in the administration of the charity for which he was responsible or to which he was privy, or which he by his conduct contributed to or facilitated;
- 29.13 A person shall be disqualified from holding or from continuing to hold office as a governor at any time when he is:
- a) included in the list kept by the Secretary of State under section 1 of the Protection of Children Act 1999; or
  - b) disqualified from working with children in accordance with Section 35 of the Criminal Justice and Court Services Act 2000; or
  - c) barred from regulated activity relating to children (within the meaning of section 3(2) of the Safeguarding Vulnerable Groups Act 2006).
- 29.14 A person shall be disqualified from holding or continuing to hold office as a governor if he is a person in respect of whom a direction has been made under section 142 of the Education Act 2002 or is subject to any prohibition or restriction which takes effect as if contained in such a direction.
- 29.15 A person shall be disqualified from holding or continuing to hold office as a governor where he has, at any time, been convicted of any criminal offence, excluding any that have been spent under the Rehabilitation of Offenders Act 1974 as amended, and excluding any offence for which the maximum sentence is a fine or a lesser sentence except where a person has been convicted of any offence which falls under section 72 of the Charities Act 1993.
- 29.16 A person shall be disqualified from holding or continuing to hold office as a governor if he has not provided to the Chair of Governors a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997. In the event that the certificate discloses any information which would in the opinion of either the chairman or the Principal confirm their unsuitability to work with children that person shall be disqualified. If a dispute arises as to

whether a person shall be disqualified, a referral shall be made to the Board of Trustees to determine the matter. The determination of the Board shall be final;

- 29.17 Where, by virtue of these Standing Orders and the Articles of Association, a person becomes disqualified from holding, or continuing to hold office as a governor and he/she is, or is proposed, to become such a governor, he/she shall upon becoming so disqualified give written notice of that fact to the Clerk;
- 29.18 Articles 69 to 80 and Articles 98-99 also apply to any member of any committee of the Governors who is not a Governor.

## 30. Appointment of Governors

- 30.1 No more than one third of the governors of each local governing body shall be employees of Vanguard Learning Trust.
- 30.2 The Headteacher shall be treated for all purposes as being an ex-officio governor.
- 30.3 The Board of Trustees shall approve the procedure for the election/appointment of all governors.
- 30.4 The number and types of governors shall be as set out in the Trust's Scheme of Delegation. Parents/carers shall elect parent governors, staff shall elect staff governors and the Board of Trustees shall appoint the remaining number of governors. These governors will be called 'community' governors.
- 30.5 When a vacancy arises, a skills audit of the local governing body shall be conducted to identify the skills needed.
- 30.6 The Board of Trustees shall approve all local governor appointments. Where it is not practical to wait for the next meeting of the Trustees, the Chair of the Board shall be empowered to approve governor appointments by email. Such approvals shall be noted and recorded at the next Board of Trustees meeting.
- 30.7 The term of office for any governor shall be 4 years subject to them remaining eligible to be a particular type of governor.
- 30.8 Governors may be re-appointed or re-elected for another 4-year term.
- 30.9 Once a community governor has completed two terms of office he/she would be expected to stand down from the local governing body. If the skills audit, however, showed that the retiring governor's skill set was required and in the opinion of the Chair of Governors and the Headteacher would be difficult to replace, that governor could re-apply for one further term of 4 years.
- 30.10 Once a governor has stood down from his/her local governing body, he/she would be eligible to stand as a governor at another school in the Trust.
- 30.11 Each local governing body may co-opt up to 3 governors. Their appointment shall not exceed 4 years. A co-opted governor means a person who is appointed to be a governor by being co-opted by governors who have not themselves been so appointed. The local governing body may not co-opt an employee of the Trust as a co-opted governor if the number of governors who are employed by the Trust (including the Headteacher) would thereby exceed one third of the total number of governors.
- 30.12 All appointments will be subject to satisfactory DBS checks.

- 30.13 No governor may serve more than 3 consecutive terms of office at the same school.
- 30.14 The Clerk to the Governors will advise the Clerk to the Board of Trustees of all changes in the make-up of the local governing body.
- 30.15 The first meeting of a newly appointed or elected governor will be a full meeting of the local governing body.

## 31. Election of Parent Governors

- 31.1 The Clerk will oversee the election process on behalf of the local governing body.
- 31.2 The Clerk will advise parents/carers of:
  - a) the number of vacancies on the local governing body;
  - b) the process to be followed; and
  - c) the deadline for the submission of application forms.
- 31.3 The process and all supporting information will be available for download from the school's website. The letter to parents, advising them of the vacancy shall highlight the skill set(s) identified by the local governing body skills audit. Information on the role of a governor and the application form will also be on the school's website.
- 31.4 The Clerk shall be the central point of contact for all enquiries about the election.
- 31.5 Where there are fewer candidates than the number of vacancies at the end of the closing date for nominations, parents/carers will be informed that the closing date for receipt of nominations will be extended by five working days.
- 31.6 If the final number of nominations is the same as, or smaller than, the number of positions to be filled, then the people nominated will be deemed elected unopposed. If, at the end of any extension period there are insufficient nominations, the Governing Body has the power to appoint parents/carers to fill the vacancies.
- 31.7 Where there are more applications than vacancies, an election will be held:
  - a) at least 10 working days will be given between sending ballot papers out and the close of the poll;
  - b) the deadline for receipt of such papers will be stated on the letter sent to parents;
  - c) each parent will be permitted one vote for each vacancy; and
  - d) no arrangements will be made for proxy voting.
- 31.8 The Clerk will advise the candidates of the outcome of the election and ensure the results are posted on the school's website.

## 32. Appointment of Community Governors

- 32.1 Where a vacancy arises for a community governor, the vacancy will be advertised on the school's website or newsletter. Governors may know individuals with the skill set needed by the local governing body or there may be ad-hoc applications to the school by interested parties.
- 32.2 Potential applicants will be sent an application form by the Clerk along with information about the role.
- 32.2 An applicant's application form will be sent to the local governing body for review. The applicant will be asked to attend and address a full meeting of the local governing body on

their reasons for wanting to be a governor at the school. At the end of the meeting the applicant will withdraw and the local governing body will discuss and vote on the application. The Clerk will advise the applicant of the outcome.

- 32.3 When a community governor has completed his/her term of office, he/she will be eligible to re-stand for office. The process outlined in 32.2 above will be followed.

### 33. Election of Staff Governors

- 33.1 The number of staff governors shall adhere to the number(s) stated in the Scheme of Delegation.
- 33.2 The Clerk will oversee the election process on behalf of the local governing body. Staff will be asked to nominate themselves and if there are more applications than vacancies, an election will be held. If, however, there are less nominations than vacancies, the local governing body and the Headteacher will determine how the role should be fulfilled.

### 34. Annual Report and Annual Return

- 34.1 The Board of Trustees shall prepare:
- a) an annual report to be submitted to the Secretary of State by 31 December each year; and
  - b) a Companies House confirmation statement (annual return) by 4 October each year.

### 35. Influenced Company Status

- 35.1 In the event of any conflict among these Standing Orders, the Scheme of Delegation and then the Articles of Association, have priority.

### 36. Social Media

- 36.1 Governors who are friends with parents or ex-students over 18 years should remain aware of their professional role and not make themselves vulnerable by sharing sensitive content that is not otherwise in the public domain.
- 36.2 Governors using social networking sites should ensure that their privacy settings are set to the highest level. Digital information lives forever and it is never possible to guarantee the subsequent deletion of information or images released onto the internet.
- 36.3 Staff should take care that personal social media posts or photographs will not negatively affect their professional credibility, should they make it into the public domain. Holiday pictures by the pool may not be illegal or raise a safeguarding issue but could still negatively affect difficult conversations with parents or students.
- 36.4 Vanguard Learning Trust values trust and responsibility in all relationships and expects governors to exercise personal and professional judgement and responsibility when they publish. Governors may be subject to investigation and sanction if they bring their school or the Trust into disrepute by offering views and/or opinions that do not represent the school or Trust's ethos and values.
- 36.5 Further information is available in the Vanguard Learning Trust's IT Acceptable Use Policy, which governors are expected to abide by.

## 37. Data Protection

- 37.1 Vanguard Learning Trust aims to ensure that all personal data collected about staff, students, parents, governors, trustees, members, visitors and other individuals is collected, stored and processed by individual schools in accordance with the General Data Protection Regulation (GDPR) and the expected provisions of the Data Protection Act 2018 (DPA 2018).
- 37.2 All governors must adhere to the Trust's Data Protection Policy, must be clear as to their individual responsibilities and ensure that the rights of data subjects are respected at all times.
- 37.3 Further information is available in the Trust's Data Protection Policy and the Trust's IT Acceptable Use Policy which governors are expected to abide by.

## 38. Governor Training

- 38.1 New governors will be inducted onto the local governing body by the Clerk who will provide information about the governing body, structure and meetings, and information on the structure and organisation of the Trust.
- 38.2 Governors will be required to undergo Safeguarding training as soon as possible upon appointment, and every year thereafter.
- 38.3 Training for new and more established governors will be provided by the school and through organisations such as London Borough of Hillingdon's Governor Support and the National Governors' Association's Learning Link. Appropriate training will be provided for lead governors and aspiring chairs of governors. The Clerk will keep a record of training undertaken by governors.

## 39. Link Governors

- 39.1 Link governors are appointed by the governing body to understand, oversee, monitor and report on specific aspects of school life. Link governors will be expected to meet relevant staff and ask questions and seek evidence to ensure that policies and procedures are being followed and that performance is as reported to the local governing body and is acceptable.
- 39.2 Link governors enrich the whole governing body's understanding of their particular area and contribute to informed decision making.
- 39.3 Link governors help the governing body to develop positive links with staff and create a visible and professional profile within the school.
- 39.4 In addition, there are key roles in supporting the governing body to fulfil its statutory responsibilities in areas such as Child Protection, Special Educational Needs, Looked After Children and Health & Safety.
- 39.5 All governors will be asked to undertake a Link Governor role and provide a written report to the local governing body on their findings.

## 40. Lead Governors for Trustees' Committees

- 40.1 Each local governing body will appoint lead governors for key activities within the Trust. Much like Link Governors they will visit the school, meet and question staff and audit the information provided to their local governing body.
- 40.2 The lead roles are:

- a) Chair of the LGB:
  - to support and challenge the Headteacher and leadership team;
  - liaise with the Board of Trustees; and
  - provide leadership and direction to the local governing body.
- b) Child Protection and Safeguarding:
  - to review child protection issues / cases;
  - to ensure that statutory and Trust policies are being followed; and
  - contribute to reviews of Trust policies to ensure that they remain effective.
- c) SEND and Vulnerable Pupils:
  - to understand the strategy/ies for supporting pupils vulnerable to educational underperformance including those with SEND;
  - to monitor performance of those pupils and seek evidence for the effectiveness of the school support for these pupils; and
  - to contribute to the review of SEND provision and strategies.
- d) Finance and Resources:
  - to understand and challenge the school budget and management accounts;
  - to have oversight of significant procurement processes and contracts;
  - to understand the staffing structure; and
  - to understand the infrastructure of the school.
- e) Audit and Compliance:
  - to have oversight of, and undertake assurance of, the approach to ensuring compliance and management of risk, including relating to educational visits, health and safety, and premises inspections; and
  - to seek evidence of implementing recommendations and learning lessons.
- f) Curriculum and Standards:
  - to monitor and challenge the school on the progress and attainment of all pupils at EYFS, KS1, KS2, KS3, KS4 and KS5;
  - to monitor and challenge the educational and pupil support elements of the School Improvement/Development Plan;
  - to understand the strategies for supporting pupil progress;
  - to oversee the curriculum to ensure that the National Curriculum, RE, collective worship, careers education and guidance, PSHE and citizenship are delivered and meet the needs of all pupils; and
  - to monitor policies and practices relating to behaviour, marking, homework, assessment, reporting and visits

40.3 All lead governors detailed above, with the exception of the Chair of Governors, will have the standing right to attend their relevant trust committee but will not have the right to vote.

## 41. Agreement to the Standing Orders

41.1 Governors must agree to abide by these Standing Orders and will be required annually to show their agreement by signing the form at the end of this document and sending it to the Clerk for keeping at the school.

**These Standing Orders were agreed by Vanguard Learning Trust's Board of Trustees**

on \_\_\_\_\_

## Vanguard Learning Trust Standing Orders: Declaration

As a governor of Ruislip High School / Ryefield Primary School / Vyners School\*, I declare that I have read the Standing Orders, understand them, and will uphold all of the school's and the Trust's policies and procedures.

\*Delete as appropriate

Name \_\_\_\_\_

Signature \_\_\_\_\_

Date \_\_\_\_\_