

## **Newham Community Learning - competence and conduct overview - governors**

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Applies to: Newham Community Learning

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# 1. Competence and conduct overview - governors

## 1.1. Overview

Newham Community Learning (referred to herein as "NCL") is a multi-academy Trust. The Trust is responsible for the running of a number of schools/academies (referred to as the "Schools"). The Trust is governed by a Trust Board, which has the ultimate decision making authority. The Trustees have overall responsibility and accountability. The Trust Board fulfils a strategic function and its main purpose is to:

- determine the vision and values of the Trust;
- support leadership in determining and fulfilling the strategic direction of the Trust;
- hold leadership to account and ensure staff well-being; and
- oversee the financial performance of the Trust ensuring there are systems in place to manage risk and ensure money is well spent.

The Trustees have established Local Governing Bodies for each School to assist them in fulfilling these governance responsibilities and to provide additional support to leadership. The Governors serving on these Local Governing Bodies are answerable to the Trustees. The main functions of the Local Governing Body are to:

- ensure the School meets the needs of its community;
- protect the School's character and distinctiveness;
- support teaching and learning to ensure high quality provision;
- safeguard pupil and staff well-being; and
- ensure the School works within its budget.

Further detail can be found in the Trust Scheme of Delegation suite of documents.

## 1.2. Duties of the Governors

Whilst Governors are not trustees or directors of the Trust and therefore are not subject to the normal legal responsibilities of charity trustees, Governors are expected to act in good faith in the best interests of the Trust and the Schools for whom the Trust has responsibility. This means Governors have a responsibility to do the following when dealing with matters for the School:

- To ensure compliance with any legal obligations;
- To act in a way which is compliant with the charitable object of the Trust, its Articles of Association and the Scheme of Delegation;



- To act with integrity and to avoid any personal conflicts of interest and not to misuse any Trust or School funds or assets;
- To act prudently in the financial management of the School, avoiding putting any assets, funds or reputation of the School or the Trust more widely at undue risk;
- To exercise reasonable care and skill, using personal knowledge and experience to ensure the School is well run and efficient; and
- To act responsibly, getting advice from others, including professional advisors, where appropriate.

There is specific emphasis on the obligation on Governors to avoid conflicts of interest and to act prudently in the Academy Trust Handbook and Governors must be especially careful where they may have a personal interest in a matter which involves either the Trust or the School. Governors must comply with the Trust's Conflict of Interest policy, which forms part of this Scheme of Delegation suite of documents. All school Governors are subject to the provisions of the Trust's Business and Pecuniary Interests Policy and are required to make an annual declaration (updated as and when required). A register of interests is available on the school websites.

Governors must act independently and in the best interest of the Trust even if those interests conflict with those of the body or organisation that might have appointed or nominated them to serve on the Local Governing Body.

The role of a Governor is unpaid (except for the reimbursement of reasonable expenses). No specific qualifications are required and Governors must be aged 18 or over.

Governors are appointed for a term of 4 years and can be reappointed on the expiry of such term.

### 1.3. Specific Duties of the Governors

The specific tasks and responsibilities of the Governors (and the Local Governing Body) are as follows.

- decide the School's strategic vision and uphold the School's distinctiveness and unique character, in harmony with the Trust's strategic vision and ethos;
- support senior leadership team generally and with specific emphasis on target setting, pupil monitoring and analysing progress data to inform curriculum & budgeting priorities;
- approve of School development/action plan;
- approve of School budget and support the Headteacher in submitting the budget to the Trust Board for formal approval;
- approve any significant capital expenditure;



- oversee expenditure ensuring the School works within its budget and implements the Trust's risk and financial management policies ensuring probity, prudence and efficiency;
- play an active part in the recruitment of the Headteacher;
- support the senior leadership team in the development and review of an appropriate staffing structure;
- support the Headteacher in the recruitment and performance management of personnel;
- responsible for staff welfare and well-being, supporting the senior leadership team in monitoring absence and sickness;
- promote collaboration with other schools in the Trust;
- develop and approve delegated School-level policies;
- provide advice and feedback to the Trust Board, ensuring the School is meeting the needs of its community;
- undertake all and any appropriate community consultation;
- provide a point of contact for parents, carers and other members of the local community, maintaining an effective link to the wider community; and
- monitor its own training and development so that knowledge, skills and behaviour are appropriate for a dynamic education environment.

Individual Governors may be given primary responsibility for particular functions such as standards/school improvement, budgets, safeguarding, community liaison and communication with the view to matching skills and experience to functions. This will not affect collective and overall individual responsibility and accountability but Governors are expected to use their skills and experience in the fulfilment of their duties.

#### 1.4. Core Competencies and Skills

The following are the core competencies and skills expected of all Governors:

- To work as a team;
- To attend meetings and be prepared to contribute to discussions and commit to agreed actions;
- To be respectful of the views of others and to be open to new ideas and thoughts;
- To treat all confidential information confidentially;
- To act with integrity, avoiding any personal conflicts of interest and complying with the Trust's Conflict of Interest policy and Business and Pecuniary Interest Policy;
- To develop a deep understanding of the vision and ethos of the Trust and its Schools and the roles played by all individuals in fulfilment of the Trust's mission;
- To understand the policies and procedures of the Trust and how these flow down to the Schools;



- To support the Trust in public and act as an ambassador of the Trust and the Schools;
- To commit to training and skills development;
- To be ready to ask questions;
- To be focussed on problem solving and be ready to learn from past experiences; and
- To adhere to the Nolan [Seven Principles of Public Life](#).

## 1.5. Personal Qualities and Values

The role of a Governor is challenging but should be rewarding. Governors are expected to be held in high regard and to provide an example to others. As such, Governors will have the following qualities and values:

- A desire to create positive change and life experiences for young people;
- A deep seated commitment to the aims of and objectives of the Trust;
- A willingness to devote time and energy;
- An ability to build productive and supportive professional relationships;
- A commitment to equal opportunities and anti-discriminatory practices;
- An understanding of the importance of keeping children safe;
- An ability to think and act strategically;
- An ability to use financial and workforce data to inform decision-making;
- Appropriate levels of literacy in English;
- A person who is reliable, acts with integrity and is capable of good independent judgement; and
- Is able to satisfy any requirements set by any trustee body or any specific conditions imposed by the Members of the Trust.

Specific skills may be needed if a Governor is to take responsibility for and lead on a specific area or to meet a skills shortage that has been identified. The Trust has additional expectations of the Chair and Vice Chair of the Local Governing Body and these are appended to this Code of Conduct.

A regular skills audit will be undertaken and Governors should expect to be able to articulate their contribution to the success of the Trust and the Schools.

## 1.6. Legal Requirements

Before appointment an enhanced DBS check (as well as various other checks as per relevant statutory guidance and as summarised on the relevant school's Single Central Record of Recruitment and Vetting Checks) will be made and enquiries made to establish that Governors satisfy on an ongoing basis the legal requirements for charity trustees. A list of disqualifying



reasons is provided by the Charity Commission, click [here](#) for details. Individuals who are disqualified from being a charity trustee are deemed to have resigned with immediate effect.

## 1.7. Removal of a Governor

Any concerns regarding a Governor's behaviour and actions which may impact adversely on the Trust, the School or fellow Governors will be addressed either by the Chair of the Local Governing Body or the Trust Chair. Except where changes to the Local Governing Body are made for operational reasons, for example, to address skills shortages or to satisfy the requirements of any trustee body or the Members of the Trust, steps to remove a Governor for personal reasons are expected to be taken only in exceptional circumstances for example involving the following:

- There has been serious misconduct (which will be considered on a case by case basis but as a guide any breach of this Code of Conduct will give rise to a legitimate complaint);
- A Governor displays repeated and serious incompetence (e.g. consistently fails to attend meetings and/or engage with training or address any skills gaps such that their ability to make a meaningful contribution is compromised);
- The Governor has engaged in conduct or behaviour which is aimed at undermining fundamental British values of democracy, the rule of law, individual liberty, mutual respect and tolerance of those with different faiths and beliefs; or
- The actions of the Governor are significantly detrimental to the effective operation of the Local Governing Body, the School or the Trust more widely, distracting the Local Governing Body from its core strategic functions and/or the actions of the Governor interfere with the operational efficiency of the School or the Trust thereby wasting a significant amount of executive, Headteacher and/or senior leadership time.

The decision to remove a Governor will be made by the Trust Board, who will consult both the School Headteacher and the Chair of the Local Governing Body (as per the Trust's Scheme of Delegation, available on this page of the website). Any decision to remove a Governor for personal reasons will be communicated to the Local Governing Body and the Governor concerned will be given an opportunity to make representations (in writing or verbally) at a meeting at which his or her removal is being considered. The power to remove a Governor is vested in the Trustees and it is not expected (or required by law) that the written details of the case against the Governor will be provided.

## 1.8. Review

This Governor Competence and Code of Conduct Overview has been adopted by the Trust Board. It is subject to regular review.



## 1.9. Appendix – Additional Expectations of the Chair and Vice Chair

The Chair and Vice Chair are elected by and from within the Local Governing Body. Regard may be had to any recommendations from the Trust Board. If the Trust Board requires that its approval be sought to any appointment of the Chair and Vice Chair (which the Trustee/Governors are free to decide from time to time), then any appointment by the Local Governing Body will be subject to ratification by the Trust Board.

Elections are expected to take place at the beginning of every year and any interim appointment (for example following the resignation of the current Chair) will be terminated or confirmed at the next appropriate meeting.

### 1.9.1. Specific Duties

The Chair's specific duties are to:

- Provide a clear lead and direction for the Local Governing Body;
- Build an effective team, attracting individuals to the Local Governing Body with necessary skills and experience, promoting equality and diversity, ensuring priority is given to those who can make a positive contribution to the School and the work of the Trust and who will provide a focus for driving up and maintaining high standards in the School;
- Ensure new Governors are properly introduced to the work of the Local Governing Body and the Trust more widely and to support their development as effective and valued members of the Local Governing Body maximising their contribution to the School and the Trust in doing so;
- Work closely with the Headteacher of the School to ensure there is proper challenge and encouragement of Governors and the School's senior leadership team;
- Provide direct support to the headteacher of the School and to both the Trust Chair and any chief executive officer of the Trust in relation to any recruitment and performance management of this role as well as the review of pay and conditions of service;
- Provide support to the Trust Chair and the Chief Executive Officer in any decision to suspend or discipline the Headteacher of the School;
- Ensure that school improvement is the focus of all policy and strategy for the School, reminding Governors of this as often as necessary;
- Hold the Governors to account, ensuring the business of the Local Governing Body is conducted efficiently and effectively, chairing meetings ensuring all Governors have the opportunity to contribute and are listened to with clear decisions being made when



necessary, including reporting on the Local Governing Body's effectiveness to the Trust Board as required;

- Be available when there is a need to act quickly, taking, or supporting the School Headteacher (and if need be the Chief Executive Officer) in taking, urgent action and making decisions, subject to subsequent ratification by the Local Governing Body (and/or Trust Board if need be) as necessary; and
- Act as a focal point and advocate for the Local Governing Body, liaising as necessary with any regulatory body, the Local Governing Body and those representing the wider community.

### 1.9.2. Specific Responsibilities

As the guardian of the Local Governing Body's effectiveness, the Chair has a specific responsibility to ensure:

- That reporting by the School Headteacher is clear, concise, appropriate and comprehensive, reducing unnecessary paperwork;
- That meetings of the Local Governing Body are held regularly and there is a clear agenda which has been communicated to all Governors which focuses appropriately on strategic matters, acknowledging that when urgent meetings are required to discuss exceptional business that as much preparation as may be possible is made for these;
- That the business of the Local Governing Body is conducted as openly and transparently as possible;
- That decisions taken by the Local Governing Body are implemented and not circumvented;
- That Governors adhere to the Governor Code of Conduct and that appropriate and firm action is taken where this appears not to be the case, including supporting the Trust Chair when removal of a Governor is required;
- That the Local Governing Body undertakes regular reviews of any skills gaps or lack of experience and/or capacity and takes active steps to address these;
- That the Local Governing Body remains focussed on its strategic purpose and that individual Governors either as a group or committee or as individuals do not seek to become overly involved in operational matters or seek to disrupt the work of the Trust;
- There is proper and adequate succession planning;
- That any complaints about the Trust or the School, the actions of the Local Governing Body or an individual Governor or the Headteacher are dealt with in a timely and effective manner.



### 1.9.3. Additional Skills

As well as the skills required of a Governor, the Chair should be able to demonstrate the following attributes:

- An understanding of the framework within which corporate bodies function;
- Strong communication skills;
- Ability to prioritise and delegate;
- Ability to chair meetings and encourage the participation of others, including mediate;
- Ability to build and lead a team; and
- Leadership or managerial experience.

