

GOVERNANCE SUMMARY

The Grey Coat Hospital

The academy trust operates a secondary academy for pupils ages 11 to 18.

Constitution

The charitable company is a company limited by guarantee (Company Registration No. 08099098) and an exempt charity incorporated on 11 June 2012. The charitable company's Articles of Association and the funding agreement executed on 1 July 2012 are the primary governing documents of the Academy.

The governors act as trustees for the charitable activities of The Grey Coat Hospital and are also directors of the charitable company for the purposes of company law. The charitable company is known as The Grey Coat Hospital.

Members' liability

For details on the appointment and obligations of members see the Articles of Association document, available on the School website. Each member of the charitable company undertakes to contribute to the assets of the charitable company in the event of it being wound up while they are a member, or within one year after they cease to be a member, such amount as may be required, not exceeding £10, for the debts and liabilities contracted before they ceased to be a member.

Governors' indemnities

As stated in the Academy's Articles of Association: 'Subject to the provisions of the Companies Act 2006 every governor or other officer or auditor of the Academy Trust shall be indemnified out of the assets of the Academy Trust against any liability incurred by him in that capacity in defending any proceedings, whether civil or criminal, in which judgment is given in favour or in which he is acquitted or in connection with any application in which relief is granted to him by the court from liability for negligence, default, breach of duty or breach of trust in relation to the affairs of the Academy Trust.'

The Academy has an indemnity policy in place to cover the cost of any such claims up to a total of £5,000,000 in any one year.

The Governing Board

The Governing Board of the Academy Trust acts as a Board of Directors for company law purposes and a Board of Trustees for charity law purposes. The governors of the School ("Governors" and collectively "Governing Board") are Directors of the Academy Trust for company law purposes and Trustees for its charitable activities. The composition of the Governing Board is laid out in the Articles of Association which can be found on the "About Us" page on the School website.

On the conversion date the members appointed all those governors that served the predecessor school to be governors of the newly formed Academy. These governors were appointed on a term of office that would end when their original term at the predecessor school would have ended, ensuring staggered re-election. Parent governors who were governors of the predecessor school as at the conversion date and are still governors now are deemed to be elected for the purposes of this report.

Since July 2012 new governors are appointed or elected under the Articles of Association and Funding Agreement. In general the Academy Trust will have the following governors:

The United Westminster and Grey Coat Foundation may appoint up to 10 governors, subject to Articles of Association. There must be a minimum of 5 appointed under this arrangement;

In addition, subject to Articles, the Academy Trust shall have the following governors:

2 staff governors to be elected;

2 parent governors; to be elected, however if the number of parents standing for election is fewer than the vacancies, the governors can appoint parent governors to make up the number of parent governors required;

The Headteacher;

Any additional governors, as deemed necessary by the Secretary of State under the relevant clauses in the Articles of Association; and

The governors may appoint up to 3 co-opted governors subject to the conditions set out in the Articles of Association.

The total number of governors who are employees of the Academy Trust (including the Headteacher) must not exceed one third of the total number of governors nor shall non-foundation governors exceed the number of foundation governors;

The Headteacher shall be treated for all purposes as being an ex-officio governor.

The term of office for any governor (except on conversion) is four years, with the exception of:

This time limit does not apply to the Headteacher; and

A staff governor will only hold office for so long as they continue to be employed as a teacher or member of support staff.

Setting the vision, ethos and strategic direction of the School

The Governing Board sets the vision, ethos and strategic direction of the School and delegates the day-to-day management of the School to the Headteacher as chief executive aided in turn by the Senior Leadership Team. The Governing Board holds the Headteacher to account for the educational performance of the School and its students, the performance management of staff and the financial performance of the School and its use of public funds. Individual members of the Governing Board have specialist skills that enable them to do this effectively. Such specialist skills include for example, education, finance, legal, project management and personnel.

In recruiting new governors, the Nominations Committee, with the governance professional's assistance, will activate a range of channels to advertise publicly for prospective candidates. Once the longlist of candidates are presented, governors from the Nominations Committee will meet with individuals to validate their skill sets and motivation for joining the board.

Once the prospective governors have been shortlisted, they will meet the Headteacher, tour the school, and undergo a formal interview by a panel of governors from the Nominations Committee. Providing the panel believe the new governor is suitable for the

role, and they fully understand their duties as a school governor and charity director, the Nominations Committee will move to take references and undertake DBS checks, before recommending the candidate to the full governing board.

There is a checklist outlining the process for the appointment itself, the compliance requirements for new governors, induction arrangements and the training recommended and/or required, with specific directions for safeguarding training. During a recent mid-year audit review, the governor induction checklist was commended as an example of good practice.

The successful candidate then undergoes a formal induction process which involves completing an induction module. The module covers all areas of responsibility, how to interpret key facts and figure, and what the new governor should know as they take up their post.

All new governors, including elected governors are also given the United Westminster Grey Coat Foundation trustee induction pack and slides signposting that new governors should attend the London Diocesan and Bi-Borough 'new governor' safeguarding courses. They are also alerted to the self-study modules across a whole range of subjects available through the National Governance Association learning link subscription. New governors are introduced to Governor hub where Board meeting agendas and minutes are posted.

Sub Committees of the Governing Board

In addition to serving on the Governing Board, Governors also serve on one or more sub committees covering Admissions, Curriculum, Finance & Buildings incorporating the Audit and Risk Committee, Personnel, Strategy Committee which is made up of the Chairs of the other sub committees and occasionally additional governors, and incorporates Remuneration Committee for the Headteacher and Senior Leadership Team. In addition, there is a Development Board chaired by a governor.

Ad hoc committees of Governors are also established when needed. Most regular committees meet a minimum of once per School term and minutes from each committee are tabled at the next full Governing Board meeting. The terms of reference of the major sub committees are shown at Appendix A.

The Headteacher together with relevant members of the Senior Leadership Team attend each sub committee and contribute to the agenda items being discussed. The day-to-day management of the School is delegated by the Governing Board to the Headteacher as chief executive who is given discretion to operate the School within the approved annual budget and in accordance with the School Improvement Plan. The Headteacher appoints the Senior Leadership Team to assist him or her in the day-to-day management of the School. The Governing Board has appointed a Bursar to manage the day-to-day financial affairs of the School under the supervision of the Headteacher. Proposals that have a financial aspect and which are outside the approved budget are discussed at the Finance Committee and/or Governing Board depending on their nature and the amount involved. Major decisions regarding the School, and in particular the approval of the annual budget, are reserved for the full Governing Board.

A summary of the function of each sub committee is as follows:

Admissions Committee

- ◆ To determine the School's admissions arrangements and make recommendations to the Full Governing Board.
- ◆ To oversee the admissions arrangements to the School at Year 7, and at Year 12, and in year admissions.
- ◆ The review of admission appeals procedures and oversight of public consultations on admissions arrangements.

Curriculum Committee

- ◆ To consider and advise on standards and other matters relating to the curriculum, including meeting statutory requirements and establishing policies relating to the delivery of the School's curriculum.
- ◆ To review School policies related to the Curriculum.
- ◆ To review the Safeguarding and SEND Policies and the Pupil Premium Strategy.
- ◆ To monitor and review the delivery of the curriculum to ensure inclusive practice is accessible for all, including SEND pupils, Pupil Premium pupils and other disadvantaged groups
- ◆ The monitoring of performance targets, exam results and student achievement.

Finance Committee incorporating the Audit and Risk Committee

- ◆ To monitor the financial performance of the School, including the review of monthly management accounts.
- ◆ To review the annual budget and audited annual report and financial statements for recommendation to the Governing Board.
- ◆ To ensure that the School follows the financial regulations laid out in its Articles of Association, Funding Agreement, the Academies Financial Handbook and the Grey Coat Hospital Financial Procedures Manual.
- ◆ To review building matters and the Health and Safety plan.
- ◆ To monitor and approve capital funding proposals and monitor progress of capital projects.
- ◆ To review the income streams generated by the School.
- ◆ To establish a programme of independent review and to oversee the internal financial and non-financial control framework, working with and assessing the performance of the independent auditor.
- ◆ Oversight of the School's Risk Registers and Business Continuity Plan.
- ◆ Perform other review functions at the request of the Governing Board.
- ◆ To take responsibility for ensuring that insurance cover is sufficient and appropriate.

Personnel Committee

- ◆ To assess and review the staffing structure of the School and to ensure that all statutory requirements relating to safer recruitment, the Single Central Register, staff safeguarding matters and personnel are met.
- ◆ To establish pay policies for all categories of staff
- ◆ To review other policies and procedures relating to human resources including the school's approach to staff well-being.
- ◆ To conduct an annual review of teacher salaries and the Teaching and Learning Responsibility pay structure.

Strategy Committee incorporating the Remuneration Committee

- ◆ Identify and review key aspects of the work of each sub committee,
- ◆ Determine the agenda for each full Governing Board meeting.
- ◆ Review the external environment for risks and opportunities related to the education sector. Specifically anticipating the impact of a National Funding Formula.
- ◆ During the period of the pandemic to act as the committee scrutinising the Grey Coat Hospital risk management and impact thereof.
- ◆ Scrutinising and contributing to the school's preparations for the next Ofsted Inspection.
- ◆ To carry out the annual Headteacher Performance Review in liaison with the School Improvement Partner.
- ◆ To conduct an annual review of pay of the Headteacher and the Senior Leadership Team.

Other Governance Roles

The Headteacher is also appointed by the Governing Board as Accounting Officer and is thereby responsible to the Governing Board and the Secretary of State for the financial propriety of the School's affairs. The Accounting Officer is required to make a statement in the Company's financial report regarding governance, regularity, propriety and compliance.

The Governing Board has appointed a Bursar to undertake the role of Chief Financial Officer, as defined in the Academies Financial Handbook, to manage the day-to-day financial affairs of the School under the supervision of the Headteacher.

Governors are aware of their obligations contained in the link below:

https://assets.publishing.service.gov.uk/government/uploads/system/uploads/attachment_data/file/925104/Governance_Handbook_FINAL.pdf