

STANDING ORDERS FOR THE PROCEDURAL WORKINGS OF:

THE GOVERNORS OF CLITHEROE ROYAL GRAMMAR SCHOOL

CONTENT

These Standing Orders cover:

- Nature of the School
- Articles of Association
- The Charity of the School
- The Roles of the Governors
- The Powers of the Governors
- Structure of Governors
- The Role of Individual Governors
- Enhanced DBS Checks
- Declarations of Interest
- Safeguarding Training
- Qualification & Disqualification Criteria
- Local Authority Associated Persons
- Appointment and Eligibility of Different Categories of Governor
- Term of office for each Category of Governor
- Election of Chairman and Vice-Chairman
- Terms of office of Chairman and Vice-Chairman
- Accounting Officer
- Clerk to the Governors
- Meetings of the Governors
- Quorum
- Committees and Working Parties
- Nominated Governors
- Delegation of Functions
- Policies, Procedures, and other Documents
- Contractual and Statutory Responsibilities
- Freedom of Information
- Governors' Expenses

1. NATURE OF THE SCHOOL

On 1 January 2011, under the provisions of the Academies Act 2010, Clitheroe Royal Grammar School converted from a maintained foundation school with a charitable foundation to a school with academy status. Clitheroe Royal Grammar School is therefore currently an independent state school that has entered into a Funding Agreement with the Secretary of State for Education and as such provides free education for the young people of the area local to the School.

The "proprietor" of the School (the "Academy Trust") is a company limited by guarantee (i.e. Clitheroe Royal Grammar School – Company Number: 07461173). Under the provisions of the Academies Act 2010 Clitheroe Royal Grammar School is an exempt charity.

2. GOVERNORS, DIRECTORS and TRUSTEES

In the Academy Trust Handbook there are frequent references to Trustees. The Governors of the School, who are the Directors of the Company, are also the Trustees of the Academy Trust. These three words can be used interchangeably.

At Clitheroe Royal Grammar School, the term "Governor" is generally used so as to avoid confusion the Trustees of The Clitheroe Royal Grammar School Foundation.

Consequently, it is the Governors who are responsible under the Academy Trust's Articles of Association for:

- controlling its management and administration;
- directing its affairs;

- ensuring that it is solvent and well run, and;
- delivering the trust's charitable outcomes for the benefit of the public.

To these ends every Governor must ensure that they fully understand their duties both as company directors and charity trustees under the provisions of the various Companies Acts and Charities Acts in addition to those of being a school governor.

In particular at all times Governors must recognise that as Trustees of the charity the interests of the beneficiaries of the charity (i.e. the students) are paramount. Governors must not allow their personal interests or views, those of others, to override this: they must exercise independent judgement.

Additionally, a Governor is not a delegate of the body that appoints or elects him or her. It is not a part of a Governor's function to represent or promote the interests of a third party.

3. ARTICLES OF ASSOCIATION

The objects, powers, responsibilities and conduct of Clitheroe Royal Grammar School, together with the types of Governor, are laid down in its Articles of Association. As such these Standing Orders are additional to the Articles and must be read in conjunction with them. For ease of use of these Standing Orders some of what is stated in the Articles is repeated herein.

It should be noted that there are several procedural matters not detailed in these Standing Orders that are laid down in the Articles of Association, including:

- Convening meetings
- The proceedings of meetings
- Removal of the chairman or vice-chairman from office
- Suspension of a governor

4. THE CHARITY OF THE SCHOOL

The Charity of the School is the Clitheroe Royal Grammar School Foundation, which was established otherwise than under the School Standards and Framework Act 1998. The Trustees of the Foundation hold on trust the centuries-old permanent endowment of the School.

The Clitheroe Royal Grammar School Foundation is a Charitable Incorporated Organisation (CIO), reg. number 1174177 (England and Wales). The Trustees of the Foundation are governed in their actions by their Constitution, which were accepted by the Charity Commission on 8 August 2017. The Clitheroe Royal Grammar School Foundation CIO was established by its Trustees, as a direct successor to the former unincorporated trust of the same name, to provide a better vehicle with which to manage and protect the permanent endowment of the School.

Income from the permanent endowment can only be spent by the Trustees of the Foundation in two ways:

a) Providing for the School such special benefits of any kind not normally provided by governmental or other public funds or provided as part of the normal running costs of the School as may from time to time be agreed between the School's Governors and the charity trustees; and

b) Otherwise promoting the education (including social and physical training) of persons who are pupils of the School or former such pupils under the age of 25 years and who are in need of financial assistance.

5. THE ROLES OF THE GOVERNORS

The Governors of Clitheroe Royal Grammar School have a primary responsibility to ensure that the activities of the School are conducted such as to achieve the Objects of the School as specified in its Articles of Association; i.e.

"To advance for the public benefit education in the United Kingdom, in particular but without prejudice to the generality of the foregoing by establishing, maintaining, carrying on, managing and developing a school offering a broad and balanced curriculum".

In doing this the Governors have four main roles; namely:

- Strategic

  The Governors set the general direction of the School, deciding how it should best develop. It does this by reviewing and agreeing policies, targets and priorities and monitoring and reviewing aims and objectives.

- Critical Friend

  The Governors work with the headteacher and the senior leadership team to gain a clear understanding of the challenges faced in managing the school. In doing this the Governors question, challenge and support the headteacher whilst establishing and maintaining a positive and effective working relationship based on trust and mutual respect.

- Accountability

  The Governors have general responsibility for the conduct of the school with a view to promoting high standards of educational achievement and as such is answerable to parents and the wider community. It gathers the views and asks questions of all the School's stakeholders (especially parents and students) and uses the information gathered in deciding what is best for the school.

  The Governors strive to use its collective skills to benefit the learners. They recognises that this gives rise to a wide range of specific responsibilities which in turn requires them to establish a range of policies and associated procedures.

- Financial

  The Governors are responsible for operating the School within an annually agreed budget. In doing this they need to establish and maintain a transparent system of prudent and effective internal controls.

6. POWERS OF THE GOVERNORS

To achieve the Objects of the charitable company the Governors may exercise several powers, as specified in Clauses 5a to 5r of the Articles of Association of Clitheroe Royal Grammar School.

7. THE TYPES OF GOVERNOR

The types of Governor at Clitheroe Royal Grammar School are laid down in the School's Articles of Association, which came into effect on 1 January 2011. Namely that there will be:

- 1 member governor
- 4 parent governors
- up to 3 staff governors
- up to 5 foundation governors
- up to 4 community governors
- the headteacher (ex officio)
- up to 3 co-opted governors

8. THE ROLE OF INDIVIDUAL GOVERNORS

All Governors at CRGS have the same rights, responsibilities and duties. As such they are expected to play a full and active part in the Governance of the School;. They do not, however, have the power to act as individuals or as a sub-group, unless specifically authorised to do so by the Governors.

It is recognised that Governors appointed or elected by specific groups of interested people (stakeholders); e.g. parents, staff and CRGS Foundation trustees; are naturally well placed to understand the views of these stakeholders. They are also in a position to remind the Governors how things being discussed might affect these stakeholders and can help the Governors communicate with them.

In common with all other Governors they are, however, elected or appointed as individuals and therefore how they vote upon specific issues is entirely up to them. They are not expected to vote as instructed by their appointing or electing stakeholders.

Importantly, Governors are not appointed or elected to gather the views of specific stakeholders and to take them to the Governors' meetings. Neither are they simply expected to represent the interests of stakeholders; nor to act merely as a link between stakeholders and the Governors.

It is recognised that to be an effective Governor takes time. All Governors need to be able to prepare for and attend at least three full Governors' meetings each year. Additionally, all Governors are involved in one or two committees dealing with finance and audit, premises (estates), curriculum and achievement, staffing and students, admissions etc. Typically, each of these committees also meets three times per year.

At CRGS all Governors' meetings, both full and committee, are scheduled to take place in one of the following ways:

- At 16:30 at one of the School's two sites, on a Tuesday, Wednesday or Thursday;
- Via video conferencing (e.g. Microsoft Teams) at 16:30 on one of the same three days; or
- At 16:30 by using a mixture of the above two methods on one of the same three days, thus enabling Governors to attend either in person or via video conferencing.

Any of these arrangements can be varied by the membership of individual committees or at a full Governors' meeting by agreement.

CRGS buys into the Governor Services offered by Lancashire County Council, specifically for the training courses offered. All Governors at CRGS are therefore encouraged to make use of these training opportunities. Day time or evening courses are regularly held by the

LCC for people new to the role of a school governor, which any new Governor will most likely find to be most useful.

It is recognised that the amount of time each individual Governor needs in order to be an effective member will depend on how involved they become. The Governors at CRGS cannot operate effectively with passengers, however, so it is essential that every member is prepared to take more than just a simple interest.

9. ENHANCED DBS CHECKS

In accordance with statutory requirements all Governors must be willing to undergo an enhanced level DBS check upon their appointment or election to their post. This check will be arranged by the Bursar's office in School, using the School's standard procedures. This check will be free for all Governors.

Governors must also be willing to undergo further DBS checks during their term(s) of office, if and when required to do so under statutory legislation or as agreed between the Governors and the Senior Leadership Team of the School

10. DECLARATIONS OF INTEREST

All Governors undertake to make an annual declaration of any interests that could give rise to a conflict. Additionally, at the beginning of each meeting Governors will be given the opportunity to declare any further interests, in particular those that might give rise to a conflict in respect to one or more of the items on that meeting's agenda.

11. GOVERNORS' COMMITMENT TO SAFEGUARDING TRAINING

As stated in Keeping Children Safe in Education (KCSIE) 2025 and the School's Safeguarding and Child Protection Policy, all Governors must to undertake Safeguarding Training at least annually and Prevent Training at least every two years.

12. QUALIFICATION & DISQUALIFICATION CRITERIA

The Articles of Association of Clitheroe Royal Grammar School disqualify certain individuals from becoming, or continuing to be, a Governor at the School. Before any nomination can be accepted therefore, prospective Governors are required to confirm that they are not disqualified from becoming a Governor. Failure to submit such a declaration will debar them from consideration as a Governor. All Governors are required to notify the Clerk to the Governors, in writing, if they subsequently become disqualified from continuing as a Governor.

1. A Governor must be aged 18 or over at the date of his election or appointment. No current pupil of the School can be a Governor.

2. A person is disqualified from being a Governor if any of the following applies:

    a. they are or become incapable by reason of mental disorder, illness or injury of managing or administering their own affairs.

    b. their estate has been sequestrated and the sequestration has not been discharged, annulled or reduced.

    c. they are the subject of a bankruptcy restrictions order or an interim order.

    d. they are 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)

e. they are disqualified from acting as a trustee by virtue of any provision in the Companies Act 2006 or by virtue of section 72 of the Charities Act 1993 (or any statutory re-enactment or modification of that provision)

f. they have 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 they were responsible or to which they were privy, or which they by their conduct contributed to or facilitated.

g. they are included in the list kept by the Secretary of State under section 1 of the Protection of Children Act 1999.

h. they are disqualified from working with children in accordance with Section 35 of the Criminal Justice and Court Services Act 2000.

i. they are barred from regulated activity relating to children (within the meaning of section 3(2) of the Safeguarding Vulnerable Groups Act 2006).

j. they are 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.

k. they have, 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.

l. they are not willing to provide to the Chairman of the Governors a criminal records certificate at an enhanced disclosure level under section 113B of the Police Act 1997.

m. they provide a criminal records certificate at an enhanced disclosure level that discloses any information which would in the opinion of either the Chairman or the Headteacher confirm their unsuitability to work with children.

3. A Governor shall cease to hold office if they are absent without permission of the Governors from all their meetings held within a period of six months and the Governors resolve that this office be vacated.

13. LOCAL AUTHORITY ASSOCIATED PERSONS

The Articles and Association of Clitheroe Royal Grammar School state that the number of Local Authority Associated Persons (LAAP) on the Governors must not exceed 19.9% of the total voting membership.

Consequently, the nomination of a prospective Governor who is a LAAP cannot be accepted if, on election or appointment, this person would take the number of Governors who are LAAPs to greater than 19.9% of the total number of voting members on the Governors.

Under the Local Government and Housing Act 1989 Local Authority Associated Person is defined as:

1. Someone who is, or has been, in the last four years, a local government councillor at any level (e.g. parish, district or county)

2. Someone who is an employee of a local authority. This includes not only local councils (borough or county) but also the local fire and police services etc. and of course teachers at community or voluntary controlled schools. But NOT other public bodies such as the Civil Service or the NHS.

3. Someone who is a senior employee (e.g. managing director, company secretary) of a company controlled by a local authority.

14. APPOINTMENT & ELIGIBILTY OF DIFFERENT CATEGORIES OF GOVERNOR

Member Governor:

The Members of Clitheroe Royal Grammar School (the Academy Trust) may appoint up to one Governor.

The Members may not appoint an employee of Clitheroe Royal Grammar School as the Member Governor if the number of Governors who are employed by the School (including the headteacher) would thereby exceed one third of the total number of Governors.

Parent Governors:

Parents, including carers, of registered pupils at the School are eligible to stand for election as a Parent Governor. They are elected by other parents at the School as individuals who are representative of the parental body.

If insufficient parents stand for election, the Governors must appoint Parent Governors to bring their number up to that required by the Articles of Association; i.e. four. Such appointed Parent Governors would preferentially be parents or carers of registered pupils at the School. If, however, no such parents are willing to under the role then the Governors can appoint any person who is the parent or carer of one or more school-age children.

Staff Governors:

The three Staff Governors are elected by the School staff as individuals who are representative of the staff of the School. Both teaching and support staff paid to work at the School are eligible for staff governorship.

At Clitheroe Royal Grammar School, the first and third Staff Governor places are reserved for teachers of the School. If, however, no teacher stands for election a member(s) of the support staff can be elected to take one or both of these places.

Additionally, the second Staff Governor place is reserved for a member of the School's support staff, but if no member of the support staff stands for election then a teacher can be elected to take that place.

If an insufficient number of members of staff stand for election, the Governors can, at its discretion, appoint Staff Governors to bring their number up to maximum stated in the Articles of Association; i.e. three.

Foundation Governors:

The Foundation Governors at Clitheroe Royal Grammar School are appointed by the Trustees of the Charity of the School; The Clitheroe Royal Grammar School Foundation.

The Foundation Governors are appointed for the purpose of securing that the character of the School is preserved and developed; i.e. a selective 11 to 16 grammar school with an open access sixth form.

Community Governors:

Community Governors are appointed by the Governors. They can be people who live or work in the community served by the School, or people who live outside of the immediate area and who are committed to the good governance and success of the School.

The Governors may not appoint an employee of Clitheroe Royal Grammar School as a Community Governor if the number of Governors who are employed by the School (including the headteacher) would thereby exceed one third of the total number of Governors.

Co-opted Governors:

The Governors may appoint up to three Co-opted Governors. 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 Governors may not appoint an employee of Clitheroe Royal Grammar School as a Co-opted Governor if the number of Governors who are employed by the School (including the headteacher) would thereby exceed one third of the total number of Governors.

15. TERM OF OFFICE FOR EACH CATEGORY OF GOVERNOR

The term of office for any Governor shall be 4 years, save that this time limit shall not apply to the Headteacher. Subject to remaining eligible to be a particular type of Governor, any Governor can be re-appointed or re-elected.

16. ELECTION OF CHAIRMAN, VICE-CHAIRMAN AND THE CHAIRMEN OF THE FINANCE & AUDIT AND ESTATES COMMITTEES.

The Governors resolve that the following process will apply to the election of Chairman, Vice-Chairman and Chairmen of the Finance & Audit and Estates Committees:

The Clerk to the Governors will chair the meeting for the duration of the item to elect the Chairman.

Once elected the Chairman will take over the meeting, including the item to elect the Vice-Chairman.

Individual Governors are able to submit written nominations prior to the full Governors' meeting as well as verbal nominations at the meeting itself. A governor can nominate him/herself for office and does not need to be present at the meeting to be considered.

If there is more than one nominee, the remaining governors will take a vote by a show of hands. The clerk to the governors will tally the votes.

The clerk will announce the result, with the nominee polling the majority of votes being duly elected.

If there is a tie, each candidate 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, the governors should discuss the strengths of the nominees further, and another vote will be taken. This process will be repeated until a nominee polls a majority of the votes.

Note: a governor who is an employee of the School is not eligible for the office of Chairman or Vice-Chairman.

17. TERMS OF OFFICE OF CHAIRMAN AND VICE-CHAIRMAN

The Governors resolve that:

The Chairman of Governors, Vice-Chairman of Governors, the Chairman of the Finance and Audit Committee and the Chairman of the Estates Committee will all have a term of office of one year and the term of office will end on the date of the first meeting of the Governors after the first anniversary of his/her election or at the end of his/her term of office as a governor, whichever date is earlier.

Should any of the offices of Chairman, Vice-Chairman, the Chairman of the Finance & Audit Committee or the Chairman of the Estates Committee become vacant, the Governors will elect a new Chairman or Vice-Chairman at the next meeting, as appropriate.

18. ACCOUNTING OFFICER

In accordance with a requirement laid down in its Funding Agreement with the Secretary of State the Governors have appointed the Headteacher as “Accounting Officer”.

- The Accounting Officer is responsible for ensuring that the School operates effectively and to a high standard of probity, with particular emphasis on:
  - Regularity - *spending public money for the purposes intended*
  - Propriety - *honest handling of public money (standards / ethics / avoiding conflict of interest)*
  - Value for money – *economy, efficiency, and effectiveness*
- The Accounting Officer also has a duty to raise with the Governors any actual or potential infringements (including infringements by the Governors themselves) of these principles and to report such to the Department for Education (DfE).
- The Accounting Officer may be called to account in Parliament for the stewardship of the organisation's resources.

19. GOVERNANCE PROFESSIONAL / CLERK TO THE GOVERNORS

The Governance Professional may not be a Governor or the Headteacher of the School.

The primary role of the Governance Professional is to make sure that the work of the Governors is well organised and complies with the School’s Articles of Association.

20. MEETINGS OF THE GOVERNORS

The Governors note the requirement laid down in the Articles of Association to meet at least three times in each school year. Unless otherwise agreed there will be a full meeting of the Governors of Clitheroe Royal Grammar School twice the Christmas term, and once in each of the Easter and Summer terms.

21. QUORUM

Decisions cannot be taken at a full Governors meeting unless a minimum number (quorum) of governors is present. The Articles of Association require one third (rounded up to the nearest whole number) of the total number of Governors holding office to be present before decisions can be made for the greater majority of matters.

However, for the purposes laid down in Articles 57, 67, 67A, 67B and 91, the quorum shall be any two-thirds (rounded up to a whole number) of the persons who are at the time Governors entitled to vote on those respective matters.

Unless otherwise stated the quorum for governors' committee meetings will be a minimum of 3.

In the case of the Staff Discipline Committee the quorum should be three governors, unless there are not enough governors who have not been involved in any previous action or decision connected with the dismissal, when the decision can be delegated to two governors. This also applies to the Staff Discipline Appeals Committee but there should be no fewer governors present than made the initial decision.

22. COMMITTEES AND WORKING PARTIES

Definitions

A **COMMITTEE** is set up by the Governors and has delegated powers. The full Governors' meeting must agree:

- Its membership
- The procedures for appointing its Chairman
- Its roles, responsibilities, and delegated powers
- Whether it will include associate members and, if so, whether they may vote.

Note: The Governors remain responsible for any decisions taken by its committees and these decisions must be reported back to the next full Governors' meeting.

The establishment, terms of reference, constitution and membership of committees will be reviewed annually. The Chairman of each committee will also be appointed annually.

A **WORKING PARTY** is set up by the Governors without delegated powers. A full Governors' meeting must agree:

- Its membership
- The topics it will discuss

Note: A working party cannot make any decisions nor have any delegated powers. A working party can only bring recommendations to full Governors' meeting (or a relevant committee, if responsibility has been delegated) for approval.

Terms of Reference of Committees

The terms of reference of the Governors' committees are included at Annex A to these Standing Orders.

Chairman and Clerk of a Committee

The Governors at their first meeting of the school year will appoint a Chairman each year to the Finance & Audit and Estates committees.

The Chairman or Vice-Chairman of Governors will be, ex-officio, the Chairmen of all the other governors' committees as detailed in Annex A to these Standing Orders.

The committees will not have a Vice-Chairman and in the event of the Chairman's absence, the committee members will elect a member to serve as Chairman for that particular meeting.

The Governors will also appoint a clerk to each committee. The Headteacher is precluded from the role of clerk. Normally the Clerk to the Governors will also be the clerk to each committee, with the exception of the Admissions Committee when it meets to consider admissions applications.

Membership of Committees

In general, all types of governor are eligible to be a member of any governors' committee, with the following exceptions.

- A member of staff who has been appointed to the Staff Discipline Committee cannot be present when it sits as a panel to consider staff disciplinary cases.
- A member of staff cannot be appointed to the Staff Discipline Appeals Committee.
- The Headteacher cannot be present when the Pupil Behaviour Committee sits as a panel to consider the Headteacher's decision in respect of a long-term or permanent exclusion.
- A member of staff cannot chair either of the Pay or Admissions Committees.

Management of Committees

- Agendas should be circulated to all committee members at least seven days in advance of each meeting.
- Committee papers should be available to all governors (not just those on the committee).
- Minutes should be circulated to all governors (not just those on the committee) within three weeks of the date of each meeting.
- Minutes should be signed by the Committee Chairman at the next committee meeting to verify that the minutes are a true record.
- Any governor may attend a committee meeting but only named committee members may vote.
- Feedback on the work of each committee and any decisions taken will be reported to the full Governors' meeting.

23. NOMINATED GOVERNORS

In accordance with nationally recognised "best practice" the Governors recognise the need to nominate designated governors to take on additional responsibilities with respect to specific aspects of the school.

Terms of Reference of nominated governors

The terms of reference are included at Annex A to these Standing Orders.

24. DELEGATION OF FUNCTIONS

The Governors recognise that it can delegate any of its functions to a committee, a Governor or the Headteacher, subject to the restrictions described below. The Governors also recognise that they must review the delegation of functions annually.

The Governors remains accountable for all decisions taken, including those relating to a function delegated to a committee or individual.

The Governors resolve that the following functions cannot be delegated:

- The appointment or removal of the Chairman or vice-Chairman
- The appointment of the Clerk
- The suspension of Governors
- The establishment of committees and delegation of functions
- Approval of the annual budget

- Approval of the Trustees Annual Report & Accounts and their recommendation to the Members of the Academy Trust

The Governors resolve that the following functions can be delegated to a committee but cannot be delegated to an individual, even in urgent cases:

- School discipline policies
- The permanent exclusion of pupils (except in an emergency when the Chair has the power to exercise these functions)
- Admission matters

The Governors can still perform functions they have delegated. This enables the Governors to take decisions on matters that are discussed at meetings on functions that have been delegated.

Please note that any individual or committee to whom a decision has been delegated must report to the Governors in respect of any action or decision made.

The Governors resolve that the Chairman can act in cases which may be deemed urgent, i.e. where a delay in exercising the function would be seriously detrimental to the interests of the school, a registered pupil, their parent or a person employed to work at the school. And that the Vice-Chairman can act in the same manner if the Chairman was unable to exercise the function for some reason.

The Governors agree to the delegation of the functions as described in the terms of reference of its committees and specific individuals as specified in Annex A to these Standing Orders.

25. POLICIES, PROCEDURES AND OTHER DOCUMENTS

The Governors resolve to have in place those policies, associated procedures and other documents necessary to ensure the well-being of the whole school community and to fulfil their statutory obligations.

It is the responsibility of the Governors to review regularly and approve all of the School's policies. Responsibility for the implementation of these policies, however, including the development and subsequent application of any associated working level procedures, resides with the Headteacher and the Senior Leadership Team.

The Governors resolves that all their policies and associated procedures will be stored and maintained electronically. As such they will be stored in a secure, central location, which will be accessible through the school's intranet and website to school staff and Governors, as appropriate.

26. CONTRACTUAL AND STATUTORY RESPONSIBILITIES

The Governors of Clitheroe Royal Grammar School in carrying out their duties and other activities recognise their contractual and statutory responsibilities as defined and described in both the School's Funding Agreement with the Department for Education and also in any "regulations", as applicable to the governance of an Academy, and as published from time to time by the Department for Education.

Additionally, the Governors aim to carry out its activities in accordance with any policies and procedures described in the same "regulations".

27. FREEDOM OF INFORMATION ACT

The Governors agree to delegate to the Headteacher day-to-day responsibility for activities arising from requests for information made under the Freedom of Information Act and the provision of advice, guidance, publicity and interpretation of the school's policy.

28. GOVERNORS' EXPENSES

As laid down in the Articles of Association of Clitheroe Royal Grammar School it is recognised that Governors are entitled to claim the actual costs of any expenses that are incurred in carrying out their duties, as a Governor or representative of Clitheroe Royal Grammar School. Typically, such duties would include attendance at governor training courses, external conferences and forums but not attendance at regular meetings of the Governors and/or Governors' committees and working parties; but excluding any expenses in connection with foreign travel.

The Chairman of Governors must agree that any expenditure is justifiable before any reimbursable costs are incurred.

The Governors at Clitheroe Royal Grammar School acknowledge that:

- Governors may not be paid an attendance allowance.
- Governors may not be reimbursed for loss of earnings.

Governors wishing to make claims under these arrangements, once prior approval has been sought, should complete a claims form (obtainable from the School Office). Receipts should be attached to the form wherever possible. The completed form should be returned to the School within two weeks of the date when the expenses were incurred. The claim will be submitted for approval to the Chairman of Governors or the Chairman of the Finance & Audit Committee.

Claims will be subject to independent audit and may be investigated by the Chairman of Governors (or Chairman of the Finance & Audit Committee in respect of the Chairman of Governors) if they appear excessive or inconsistent.

29. DECLARATION

The Governors, at their meeting on the date given below resolved to adopt these Standing Orders. A copy has been forwarded to the Clerk to the Governors for the formal Governors records and a copy has been retained at the School for reference.



Chairman: Date: 17 September 2025

Annex A to the Standing Orders of the Governors of Clitheroe Royal Grammar School.

Roles and Responsibilities of Specific Individual Governors and Governors' Committees

1. Chairman of Governors

Role:

- To ensure the business of the Governors is conducted properly, in accordance with the requirements of the School's Articles of Association and Funding Agreement.
- 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 establish and foster an effective relationship with the Headteacher based on trust and mutual respect for each other's roles.
- To ensure that the Governors act as a sounding board to the Headteacher and provide strategic direction.
- To be the Chairman of the Chairs' & Pay, Curriculum & Achievement, Students & Staffing, Admissions and Staff Discipline Appeals Committees.

Those disqualified from election to Chairman of Governors:

- The Headteacher
- Governors who are also members of the school staff

2. Vice-Chairman of Governors

Role:

- To undertake the duties and responsibilities of the Chairman of Governors in the absence of the Chairman of Governors.
- To be the Chairman of the Pupil Behaviour, Staff Discipline and Complaints & Grievances Committees.

Those disqualified from election to Vice-Chairman of Governors:

- The Headteacher
- Governors who are also members of the school staff

3. Clerk to the Governors / Governance Professional

Role:

- To be the School's Governance Professional.
- To work effectively with the Chairman of Governors, the other Governors and the Headteacher to support the Governors.
- To advise the Governors on Constitutional and Procedural Matters, duties, and powers
- To convene meetings of the Governors.
- To attend meetings of the Governors and ensure minutes are taken.
- To maintain a register of members of the Governors and report vacancies to the Governors.
- To give and receive notices in accordance with relevant regulations.
- To perform such other functions as may be determined by the Governors from time to time.
- To maintain a register of Governors' declarations of interest, including those for Governors' close family members.

Those disqualified from appointment of Clerk/Governance Professional to the Governors:

- Governors
- Associate Members
- The Headteacher

4. Chairman of a Committee

Role:

- To ensure the business of the Governors is conducted properly, in accordance with the requirements of the School's Articles of Association and Funding Agreement.
- 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 any decisions taken by the committee are reported to the full meeting of the Governors at the next opportunity.

In general, any Governor is eligible for election as the Chairman of a Committee.

5. Clerk to a Committee

Role:

- To advise the Committee on procedural and legal matters.
- To convene meetings of the Committee.
- To attend meetings of the Committee and ensure minutes are taken.
- To perform such other functions with respect to the Committee as may be determined by the Governors from time to time.

In general, any member Governor is eligible to be appointed as a Clerk to a Committee.

6. Full Meetings of the Governors

Terms of Reference:

- To agree constitutional matters*, including procedures where the Governors have discretion.
- To recruit new members as vacancies arise and to appoint new governors* where appropriate.
- To hold at least three full Governors' meetings a year. *
- To appoint or remove the Chairman and Vice Chairman. *
- To appoint or remove a Clerk to the Governors. *
- To establish the committees of the Governors and their terms of reference. *
- To appoint the Chairmen of the Finance & Audit and Estates Committees. *
- To appoint or remove a Clerk to each committee. *
- To suspend a governor. *
- To decide which functions of the Governors will be delegated to committees, groups and individuals. *
- To receive reports from any individual or committee to whom a decision has been delegated and to consider whether any further action by the Governors is necessary *
- To review the delegation arrangements annually. *
- To approve the School's annual budget. *
- To approve the School's Annual Report and Accounts for submission to the DfE and Companies House. *
- To review, maintain and approve: *
  The Governors' Code of Conduct
  The Governors' Standing Orders
  The School Improvement Plan
  Policies, as listed in Annex C.

Note: Any item designated with a * **cannot** be delegated to either a committee or an individual.

Membership:

- As laid down in Articles 46 of the Articles of Association of Clitheroe Royal Grammar School.

Disqualification:

- As laid down in Articles 69 to 81 of the Articles of Association of Clitheroe Royal Grammar School.

Quorum:

- As laid down in Articles 69 to 81 of the Articles of Association of Clitheroe Royal Grammar School; i.e.
- For the greater majority of matters any three Governors, or, where greater, any one third (rounded up to a whole number) of the total number of Governors holding office at the date of the meeting.
- Except for the purposes laid down in Articles 57, 67, 67A, 67B and 91, when the quorum shall be any two-thirds (rounded up to a whole number) of the persons who are at the time Governors entitled to vote on those respective matters.

7. Chairs' & Pay Committee

Terms of Reference:

- To be available and respond to matters of particular difficulty, sensitivity, or emergency and to be the primary "critical friend" to the Headteacher and senior leadership team.
- To oversee arrangements for Governor involvement in formulating and monitoring the School Improvement Plan (SIP).
- To oversee arrangements for completing and maintaining the Self Evaluation Form (SEF).
- To formally approve the Self Evaluation Form whenever a significant review of its contents has been conducted.
- To ensure that the Governors are prepared for future OFSTED inspections.
- To review and ratify the Headteacher's recommendations with respect to senior leadership team and UPS pay progression.
- To determine the School's approach towards the exercising of pay discretions.
- To conduct the Headteacher's annual performance review
- To establish, review & maintain the following policies and documents:
  Pay Policy

Membership:

- The Chairman of Governors
- The Vice Chairman of Governors
- The Chairman of the Finance & Audit Committee
- The Chairman of the Estates Committee
- The Headteacher (to withdraw when the Headteacher's salary is being discussed)

Quorum:

- Minimum of 3

Disqualification:

- A member of the school staff cannot be Chairman of the Chairs' & Pay Committee.

8. Finance and Audit Committee

Terms of Reference:

- To approve the annual indicative budgets and recommend the final budget to the Governors.
- To act as the Audit & Risk Committee, including responsibility for all the items listed for such a committee in the Academy Trust Handbook
- To oversee the preparation of the Annual Report and Accounts.
- To recommend to the Governors and the members of the Trust the annual appointment of the School's accountants, auditors and internal auditor.
- To agree the Terms of Reference of the accountant, auditor and internal auditor.
- To review the auditors' findings and actions taken by the School's managers in response to those findings
- To direct the trust's programme of internal scrutiny ensuring that risks are being addressed appropriately

- To report to the Governors on the adequacy of the School's internal control framework, including financial and non-financial controls and management of risks.
- To maintain a 3-year financial plan.
- To ensure that the School financial systems are in accordance with the guidance set down in the Academy Trust Handbook.
- To ensure that requirements of the School's Internal Financial Regulations are met.
- To be responsible for reviewing the effectiveness of the School's internal financial systems and procedures, so as to ensure that the objectives of the School are achieved in an economic and timely manner.
- To approve major items of expenditure.
- To establish, review and maintain the policies and documents:
  Internal Financial Regulations
  Other policies, as listed in Annex C.

Membership:

- The Chairman of the Finance & Audit Committee
- The Headteacher
- Up to nine other governors.
- The following categories should preferably be represented on the committee: staff, parent, foundation and community/co-opted.
- The Bursar - as an associate member.

Disqualification:

- The Headteacher or the Chairman of Governors cannot be elected as Chairman of the Finance & Audit Committee.
- The Chairman must not be chairman of any other committee.
- Employees should not participate as members of the Finance & Audit Committee when audit matters are discussed.

Quorum:

- Minimum of 3

9. Estates Committee

Terms of Reference:

- To establish, review and maintain the buildings maintenance & development plan.
- To review arrangements for the on-going maintenance and repair of school facilities, with particular reference to Health and Safety issues.
- To make recommendations on premises-related expenditure and funding bids.
- To conduct termly reviews of the school's Workplace Inspection Forms.
- To carry out Health and Safety Walks as appropriate.
- To consider the implications/requirements of The Terrorism (Protection of Premises) Act 2025 and make recommendations to the Governors.
- To establish, review and maintain the policies and documents, as listed in Annex C.

Membership:

- The Chairman of the Estates Committee
- The Headteacher
- Up to eight other governors
- The following categories should preferably be represented on the committee: staff, parent, foundation and community/co-opted.
- The Bursar - as an associate member

Disqualification:

- The Headteacher cannot be elected as Chairman of the Estates Committee.
- The Chairman must not be chairman of any other committee.

Quorum:

- Minimum of 3

10. Students and Staffing Committee

Terms of Reference:

- To consider a wide range of student and staff welfare issues, reviewing and maintaining related policies and documents, as listed in Annex C.
- To monitor the provision of food and drinks served at School and ensuring that the Requirements for School Food Regulations 2014 are met.
- To appoint focus governors from the committee membership to concentrate on any of the above aspects of the school as the committee deems beneficial.

Membership:

- The Chairman of Governors as Chairman of the Students and Staffing Committee.
- The Headteacher
- Up to eight other governors
- The following categories should preferably be represented on the committee: staff, parent, foundation and community/co-opted.

Quorum:

- Minimum of 3

11. Curriculum and Achievement Committee

Terms of Reference:

- To consider a wide range of curricular, assessment, analytical and reporting issues, reviewing and maintaining related policies and documents, as listed in Annex C.

Membership:

- The Chairman of Governors as Chairman of the Curriculum and Achievement Committee.
- The Headteacher
- Ten other governors
- The following categories should preferably be represented on the committee: staff, parent, foundation and community/co-opted.

Quorum:

- Minimum of 3

12. Admissions Committee

Terms of Reference:

- To meet annually in October to consider applications for admission at Year 7 following receipt of the results of the entrance examinations and primary school headteachers' reports as appropriate.
- To establish, review & maintain the following policy:
  Admissions

Membership:

- The Chairman of Governors as Chairman of the Admissions Committee
- The Vice-Chairman of Governors
- The Headteacher
- One Parent or Community Governor
- One Staff Governor
- One Foundation Governor
- A nominated deputy head - as an associate member

Quorum:

- Minimum of 3

Disqualification:

- The Clerk to the Governors cannot be appointed as Clerk.
- A member of the school staff cannot be Chairman of the Admissions Committee.

13. Pupil Behaviour Panel

Terms of Reference:

- To hold hearings as necessary to consider long term and permanent exclusions.
- The panel must consider the reinstatement of an excluded pupil within 15 days of receiving notice of the exclusion if: the exclusion is permanent; it is a fixed term exclusion that would bring the pupil's number of excluded days to more than 15 in any one term; or it would result in a pupil missing a public examination or national curriculum test.
- For exclusions totalling more than 5 but not more than 15 days in any one term, if the parents of the pupil make representations, then the panel must within 50 days of the exclusion consider whether the pupil should be re-instated.
- For exclusions totalling less than 5 days in any one term the panel must consider any representations made by parents but cannot direct re-instatement and is not obliged to hold a meeting with the parents.

Membership:

- The Vice-Chairman of Governors as Chairman of Pupil Behaviour Panel
- Up to five other governors.
- The following categories should be represented on the committee: staff, parent, foundation and community/co-opted.

Quorum:

- Minimum of 3

Disqualification:

- The Headteacher cannot be a member of the Pupil Behaviour Panel.

14. Staff Discipline Panel

Terms of Reference:

- To hold staff discipline hearings as required to consider such staff disciplinary cases as may be referred to the panel by the Headteacher, in accordance with the school's Disciplinary Policy.

Membership:

- The Vice-Chairman of Governors as Chairman of the Staff Discipline Panel
- Up to five other governors
- The following categories should be represented on the committee: parent, foundation and community/co-opted.

Quorum:

- Minimum of 3

Disqualification:

- The Chairman of Governors cannot be a member of the Staff Discipline Panel.
- A member of the school staff cannot be a member of the Staff Discipline Panel.
- However, where the Headteacher has not been involved in preparing or presenting a case to the panel and is not the person under consideration, then he or she can give advice to the panel.

15. Complaints and Grievances Panel

Terms of Reference:

- To hold hearings as required to consider complaints and grievances.

Membership:

- The Vice-Chairman of Governors as Chairman of the Complaints and Grievances Panel
- Up to six other governors.
- The following categories should be represented on the panel: staff, parent, foundation and community/co-opted.
- In addition to the governors mentioned above there must be an additional member on the panel who is independent of the management and running of the School.

Quorum:

- Minimum of 3

Disqualification:

- Neither the Headteacher nor the Chairman of Governors can be a member of the Complaints and Grievances Panel.
- Anyone who was directly involved in the details of the complaint.

16. Staff Discipline Appeals Panel

Terms of Reference:

- To form a panel to hear appeals against the any decisions made by the Staff Discipline Committee in respect of school staff disciplinary cases.

Membership:

- The Chairman of the Governors as Chairman of the Staff Discipline Appeals Panel
- An even number of other governors to ensure that including the Chairman the panel is of an odd number of members.
- If the appeal is by the Headteacher then one of the governors would be replaced by an Independent Member.
- For appeals other than those against dismissal the panel will consist of five members.
- For appeals against dismissal the panel will consist of all Governors who were not members of the earlier Staff Discipline Panel

Quorum:

- Minimum of 5

Disqualification:

- Staff governors, including the Headteacher, cannot be members of the Staff Discipline Appeals Panel.
- Governors who were members of a Staff Discipline Panel cannot be members of an associated Staff Discipline Appeals Panel.

17. Admission Appeals Panel

Terms of Reference:

- To hear appeals from parents, guardians and/or their representatives against decisions by the Admissions Committee with respect to places awarded at Clitheroe Royal Grammar School.
- The decisions of the Panel will be binding upon both the School and the parents or guardians.

Constitution of Admission Appeals Panel:

- The Panel is constituted in accordance with the School Admission Appeals Code, issued under Section 44 of the School Standards and Framework Act 1988.
- All members of the Panel are independent of the School and of the Local Authority.

Quorum:

- Minimum of 3

Disqualification:

- No governors are allowed to be members of the Admission Appeals Panel

18. Pay Appeals Panel

Terms of Reference:

- To form a panel to hear appeals by members of staff against the any pay-related decisions ratified by the Chairs' and Pay Committee.

Membership:

- An odd number of governors (typically 3, 5 or 7) from the membership of the Students and Staffing Committee.
- The following categories should preferably be represented on the panel: parent, foundation and community/co-opted.
- It will be the responsibility of the panel to elect a Chairman from amongst its number.

Quorum:

- Minimum of 3

Disqualification:

- Governors who are members of the Chairs' & Pay Committee are not allowed to be members of a Pay Appeals Panel.
- A member of the school staff cannot be a member of the Pay Appeals Panel.

19. Pupil Discipline Appeals

An appeal against a decision made by the Pupil Behaviour Panel to uphold the Headteacher's action to impose either a long term (greater than 5 days) exclusion or a permanent exclusion, will be heard by an independent appeals panel.

Governors are not allowed to be members of this panel.

20. Nominated Governors

The Governors have resolved that, to share out their workload more effectively, they will nominate designated governors to take on additional responsibilities with respect to specific aspects of the school.

The Governors recognise that maintained schools are statutorily obliged to have in place nominated governors to cover Safeguarding, Performance Management and Special Educational Needs. Whilst Clitheroe Royal Grammar School is no longer a maintained school, the Governors recognise the important role that such nominated governors play. They also recognise that there are a number of other aspects of the school where nationally accepted “good practice” suggests that the use of nominated governors might be beneficial.

In the light of the above, the Governors have determined to adopt the following structure with respect to nominated governors

“Statutory” nominated governor roles:

- Performance Management governors – to undertake the Headteacher’s appraisal (This role is undertaken by the Chairs’ and Pay Committee)
- Special Educational Needs and Disabilities governor – to monitor how the school manages its provision for children with SEND.
- Safeguarding (including Prevent)
- Careers Education, Information, Advice and Guidance (CEIAG)

“Good practice” nominated governor roles adopted:

- Child Protection
- Mental Health
- Governor Training and Development

“Good practice” nominated governor roles undertaken by the Curriculum and Staffing Committee:

- Assessment
- Careers
- Curriculum areas
- Literacy
- Numeracy
- Sex and Drugs
- Specialist Schools

“Good practice” nominated governor role undertaken by the Estates Committee:

- Health and Safety audit

21. Delegation of Responsibility for Staff Appointments and Initial Staff Dismissal Decisions

The Governors have resolved that the Headteacher will be responsible for staff appointments outside of the Senior Leadership Team and for initial staff dismissal decisions, with the following exceptions:

- Where the Headteacher has been directly involved in disciplinary procedures leading to dismissal, has instigated a proposal to dismiss, or is witness of particular conduct giving grounds for the dismissal in question. Because of this, the arrangements for delegating initial dismissal decisions need to be considered on a case-by-case basis in the light of circumstances.

- Appointments of support staff outside of the leadership group who are required to act in a senior management capacity.

- Where the Headteacher is subject to suspension, disciplinary procedures (including capability), or disciplinary sanction.

- Where the Headteacher has failed to abide by financial limits agreed by the Governors for any school purpose. In the exceptional circumstances, outlined above, the Chairs' & Pay Committee will be responsible for staff appointments and the Staff Discipline Panel for initial staff dismissal decisions.

Appointment of Members of Senior Leadership Team

The Governors will be responsible for selecting an appointments panel for the posts of Headteacher, Deputy Headteacher, Assistant Headteacher and Bursar.

It is expected that other members of the Senior Leadership Team will be involved in the appointment process as appropriate.

Annex B to the Standing Orders of the Governors of Clitheroe Royal Grammar School.

Committee Membership

THE GOVERNORS OF CLITHEROE ROYAL GRAMMAR SCHOOL

COMMITTEE MEMBERSHIP September 2026 - August 2027 (16/09/2026)

	COMMITTEES									APPEALS COMMITTEES	
	Chairs' & Pay	Finance & Audit	Estates	Students & Staffing	Curriculum & Achievement	Admissions	Pupil Behaviour	Staff Discipline	Complaints & Grievances	Staff Discipline Appeals	Pay Appeals
Member											
Hilary Wilson		M		M	M				M	M	M
Parent											
Seema Chudasama				M	M		M	M			
Paul Elmer			M		M		M	M			
Shoaib Hashmi			M	M			M	M			
Sarah Lever		M		M			M	M			
Staff											
Michele Longhi				M	M		M	x		x	x
Sarah Spencer			M		M		M	x		x	x
Vacancy											
Foundation											
Andy Clayton	Ch	M	M	Ch	Ch	Ch		x	x	Ch	x
Mike Blacklidge	M		M	M			Ch	Ch	Ch	x	M
Charu Lehner				M	M	M				M	M
Alan Rogers		M				M			M	M	M
Vacancy											
Community											
Neeta Graham			M	M				M	M	x	
Alan Scholfield	M	M	Ch			M		M	M	x	x
Peter Watson			M				M		M	M	M
Vacancy											
Headteacher											
James Keulemans	M	M	M	M	M	M			x	x	x
Co-opted											
Michael Frankish	M	Ch			M	M		M	M	x	x
Alan Hawkins		M	M				M			M	M
Vacancy											
TOTALS	5	8	10	10	9	6	Min of 3	Min of 3	Min of 3	Min of 5	Min of 3

Annex C to the Standing Orders of the Governors of Clitheroe Royal Grammar School.

Policy Review Schedule

[Annex C content to be updated Autumn Term 2026]