

Academy Governance

Includes some advice from Adrian Shardlow & Jamie Otter – Brown & Jacobson

GB – Governing Body

Members of the Academy Trust

- **Role**
 - Ensure the academy upholds the Articles
 - Sign off annual accounts
 - Can remove staff & community governors
 - Can amend the Articles
 - Meet annually
- **Who?** – usually existing governors but it can be anyone the current GB sees as skilled in carrying the final responsibility for the school, should anything go wrong. Staff cannot be members.
- **Ensuring GB control:** Their appointment can be tied to a post within the main GB as an ex officio role. This ensures democracy – if the GB feels they're underperforming or is unhappy about their stance they can remove them from the role and so from being a member. Usually 3 people (could be more) and it has to include the Chair of Governors. Could also be, for example, Chair of Finance & Chair of Curriculum. Probably good practice in this case to have the whole GB appoint chairs of committees, and renew the appointments annually. As staff cannot be members, staff cannot be chairs of any committees with ex officio membership.
- **Alternatively:** they can be non-governors chosen from the community for skills. In this case they cannot be removed by the GB and if one steps down the existing members decide who will replace the one who is leaving. This seems to leave the school vulnerable as one person could sway all three and try to lead the school towards e.g. a more selective system, a strong faith ethos, etc.

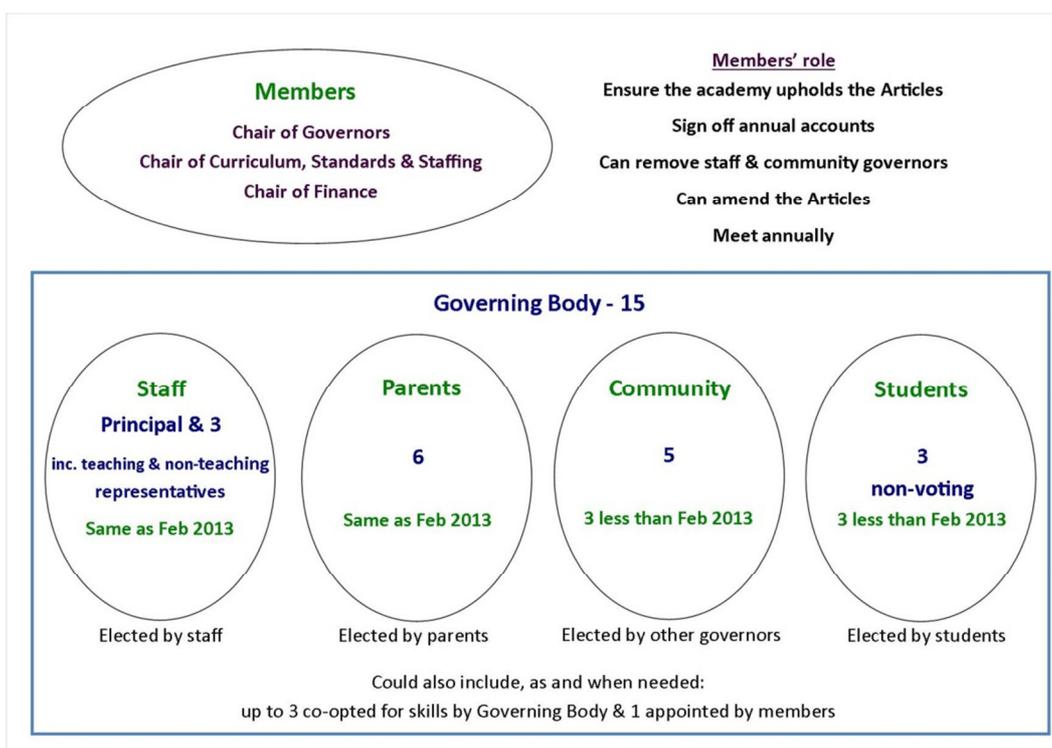
Governors (also known as Trustees / Directors) – ordinary maintained schools

- **Role:**
 - setting the admissions policy in accordance with the DfE's Admissions Code and setting up an admissions appeals committee
 - observing the law on exclusions as though it were a maintained school
 - responsibility for setting pay for new staff (existing staff covered by TUPE) *using School Teachers' Pay & Conditions*
 - Ensure quality of school provision
 - Challenge and monitor performance of school
 - Manage Academy Trust finances and property
 - Exercise reasonable skill and care in carrying out their duties
 - Ensure the Academy Trust complies with charity and company law
 - Operate the Academy in accordance with the funding agreement that has been signed with the Secretary of State
 - Reporting to the trust
- **Staff:** Current GB decides how many. According to the Articles these are appointed by members through whatever method they see fit. Ideally this would be through a staff vote. The Articles can stipulate that at least one is non-teaching. The headteacher is automatically a staff governor. Staff cannot make up more than 1/3 of governors. Can be removed by the Members. Reducing the proportion of staff potentially sends a bad message to the whole staff body.

- **Parent:** Must be at least 2, elected by parental vote. Cannot be removed by the GB. Reducing the proportion of parents potentially sends a bad message to the parents
- **Community:** appointed by the rest of the GB. Usually chosen for skills, and may be useful parent governors no longer eligible to stand in parent elections. Contact community users of your building. Outline any changes (not likely to be any unless you're using this as an opportunity to review).
- **LA:** maximum of 1 but doesn't have to be any. LA governors are appointed by the LA and the local GB has very little control over who they are and whether appointments are renewed. Many academies will choose not to have any.
- **Co-opted:** up to 3 included in the Articles, appointed by members who are not themselves co-opted. These posts don't have to be filled but are available if the need for a new skill ever arises. Where community governors should be drawn from the local community, co-opted governors may come from another part of the country but be brought in for their expertise, possibly for a short term project.
- **Appointed by Members:** 1 other governor appointed by the members is listed in the standard Articles. This can be a vacant post or can be filled to provide a necessary skill.
- **Student:** students, as pupils of the school, are not allowed to be governors but they could come to meetings, express opinions, express what their vote would be if they had the right to vote etc. but they are not able to have their votes counted.
- **Honorary** - non-voting governor appointed by the rest of the governing body.
- **LA associated governors** – the DfE wants to keep academies very independent of the influence of local authority pressures and has said that no more than

Church schools – check with the diocese as other rules may apply

Example model



The same governors?

- It is possible to include all the existing governors on the new GB but the consultation period provides an opportunity to review the numbers of governors and the specific personnel. In an academy there is more to monitor, and governors have to ensure that the academy is legally compliant with data protection, licensing etc. governors will also have to play a part in ensuring value for money with the increased number of bought in services.
- If the GB has less active / inactive members, it may be best not to carry these into the new GB.
- If governors feel the new tasks are too onerous, or cannot reconcile themselves philosophically with the academy concept, they may choose to step down.
- The DfE feels that small GBs are more efficient and can react more quickly to opportunities. They also drain the school less because there are less papers to prepare etc. They would suggest considering 7 members but most academy GBs are more than this to allow for governors joining committees and having enough members to run exclusions panels etc. whilst still having spare governors for appeals. The DfE is keen that the local school decides what's best for local need.
- The key constituencies the GB needs to represent are parents, staff and the wider community – reviewing the GB gives an opportunity to consider how these need to be balanced.
- The DfE is encouraging a governance model which prioritises skills over stakeholder. They would prefer governors were chosen for their skill set, with governor audits to identify gaps within the team, rather than necessarily ensuring that all stakeholders are fully represented. It should be possible, with careful planning, to find people who bring both a stakeholder perspective and skills.

Articles

- Drawn up with solicitors based on a standard package from the DfE
- Not as thorough or detailed as the Guide to the Law has been
- Lay out how the legalities of the governance and the academy will work

Code of Conduct

It's worth the GB thinking about adopting a Code of Conduct that new governors will have to sign. This outlines how governors work within the academy and where the boundaries lie.

'How we do it here' document

The Guide to the Law is no longer binding for an academy but contains some good practice. It would be helpful to create a document outlining the specific ways in which this academy will work, ready for adoption at the first Full GB meeting of the academy. It will probably develop over time as new situations arise.

School ethos / pledge

- Becoming an academy can be an anxious time for everyone and there is a need to reassure the staff, parents, students and the wider community that the essence of the school won't change.
- One option is to ensure that the core ethos of the school, which is treasured by staff and the community, carries on long by putting together a document which captures the ethos and including this as a Memorandum to the Articles. It is not legally binding but could be included in the Code of Conduct and used in staff and governor induction.

The process

Part One

- **Full GB Meeting 1: decide to consult** – governors discuss the pros and cons of academy conversion and decide that there are enough pros to seriously consider becoming an academy. They vote to formally consult with staff, parents, the unions, the community and (where appropriate) pupils. The consultation should take 4-6 weeks. Make sure dates are in the diary for all extra meetings at this stage. If the GB is likely to want to consider sponsorship, or being part of an Umbrella / Multi Academy Trust, get the GB approval to pursue these. If considering multi-academy trust, talk through the implications of this.
- **Conversion date** – set a date by which you hope to complete, usually 4-6 months later
- **Working party** – if not already in place, establish a working party to oversee the process and check what's happening in more detail. Ideally set a date soon after the decision to consult to look at governance and the process of consultation, and one towards the end of the consultation to talk through consultation results, governance, look at draft Articles etc.
- **Academies team** – a small group of probably head, chair & school business manager / bursar may need to set a few meeting dates to assign tasks and report back.
- **Parents consultation** – often a formal letter to parents; info on the website; info in school newsletter; parent consultation meeting; possibly governors have a table at school parents' evening or another event where parents might be gathering informally. Possibly Q&A sheet on website and available in paper copy.
- **Staff consultation** – often verbal announcement to staff; meeting arranged to talk things through with staff (you'll need answers on TUPE etc ready for this so may need a couple of weeks to get info together before meetings); could give copies of Q&A; offer to come and chat if staff have any worries. Set date for staff consultation within the 4-6 weeks. HR don't attend this – they wait until a formal decision to convert has been reached. All staff to be included (in-house cleaners, lunchtime supervisors, etc.)
- **Union consultation** – offer to meet with union reps in school, again once you feel you will have sufficient information to answer questions. Make clear you may not have all the answers but will take questions away and feed back. Email local union reps to inform them there is a formal consultation and they are welcome to comment.
- **Community consultation** contact County Councillor for your area to inform them and invite comments; contact any community forums you feel may be interested (e.g. Oadby Community Stakeholders via Chris Swan)
- **Engage a solicitor** – Beauchamp & Brocks Hill use Brown Jacobson. Initial short meeting to engage them. Soon afterwards have longer meeting (e.g. 3 hours). Prepare the draft Articles with them ready for the next formal GB meeting. Talk about legalities – they'll come prepared.
- **GB** Think through who should be on the new GB and who will be Members – staff will probably want answers.
- **Talk to HR about TUPE.** Book in 2 meetings with the unions – one soon after Meeting 2 (deciding to convert) and one at least 30 days later. These are run by HR, linked to TUPE, and they will guide you through the process. HR will probably come out and talk you through the HR implications.
- **Meet with member of the LA academies team about the building** – landlord responsibility passes from the LA to the DfE and they are still responsible for big items such as the roof, windows, boiler, etc. Before you take over the building you want to be sure that the LA has completed as many as possible Ask for a Conditions Survey. This lists the priorities for your building and you can then push for as many as possible of these to be done (LA funds may not allow for any but it's worth a try!). Also push for any paperwork that's outstanding – asbestos reports, electrical surveys, Type 1 fire survey, date of last legionella survey, etc. ask whether they feel there are likely to be land issues which slow down the process – unusual bits of building / boundary issues, etc. especially likely with church schools.
- **Meet with the bank** – this is an opportunity to transfer to a new bank if your old one hasn't offered good service, as even staying with the same bank involves some work. Academies are reporting good

service from Lloyds and not such good service from NatWest. Ask about costs of transfer and the process.

- **Admissions** – if one of the benefits of being an academy is the freedom to amend the admissions policy, take advice from LA about what would be possible so that this can be factored into the decision about whether or not to convert.
- **Engage an accountant** – these do the initial academies work but are likely to become your accountant as an academy for at least the first year (you have to have one under academy law).
- **Investigate new responsibilities** – such as (see Conversion Planner for more details)
 - Insurance
 - Licences – Capita is expensive but necessary. Check other licenses.
 - Finance package: SIMS / FMS come free to LA schools but academies have to pay
 - Data protection
 - Bought in services – HR, legal, payroll, etc.
 - School Food Service – contact if you use this, to inform them
 - SEN support services (EdPsych etc)

Part Two

- **Full GB Meeting 2: decide to proceed** – approx. 6 weeks after Meeting 1
 - Feedback from working party
 - Feedback from consultation
 - Financial implications
 - Impact assessment
 - Conditions survey and premises issues
 - Decision on whether to agree to acknowledge continuous service of staff joining the team (see HR info)
 - Agree / amend draft Articles
 - Agree make up and specific personnel of Members and Governing Body
 - Vote on whether or not to convert – this still isn't binding. There's a final vote approx. 2 weeks before conversion.
- **Inform staff** asap
- **Inform parents** by letter & website
- **Inform students** (if appropriate)
- **Inform solicitors** they send draft Articles and Memorandum to DfE
- **Inform accountant**
- **Inform DfE**
- **Inform LA**
- **Apply for conversion grant**
- **Staff TUPE meeting** with HR
- **Meeting 1 with unions & HR** minutes of meeting in which vote took place are needed for this meeting.
- **Meeting 2 with unions & HR** at least 30 days after meeting 1 (see HR info)
- **Request pension deficit information** – if this is done too early it has to be re-done just before conversion at a cost

Part Three

- **Full GB meeting 3a: final vote – last meeting of the maintained school GB** - approx. 2-3 weeks before conversion. Vote to convert – this is binding. After the vote any governors not carrying on are thanked and leave the meeting and the first meeting of the new academy GB is held, even though it is still 2-3 weeks from actual conversion.
- **Full GB meeting 3B: first meeting of academy GB** - possibly agree Code of Conduct; Admissions Policy if changing (there will be a long run up to changes actually taking place on this); appoint Chair of

Governors, Vice Chair, Chairs of committees. Governors & Senior Leaders sign a copy of school ethos / pledge statement if having one.

Part 4

Conversion – nothing special happens!

Takes 3-4 months for finances to be transferred – Lloyds will release some into the account if it is absolutely vital.